GILADA GROUP ®© Reliable Renewable Responsible
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GILADA FINANCE & INVESTMENTS LTD
(A BSE Listed NBFC Company)
Corporate & Regd. Office : # 105, "R.R. Takt" 37, Bhoopsandra Main Road, Sanjaynagar, Bangalore - 560 094. Karnataka, India. **Phone :** 080-40620000 (30 Lines), **Fax :** 080-4062 0008
Email : md@giladagroup.com, **Website :** www.giladafinance.com
GSTIN : 29AAACG5272D2ZP, **CIN :** L65910KA1994PLC015981

Date: 19.11.2026

To,
The Corporate Relationship Department
BSE Limited
Floor 25, P J Towers,
Dalal Street, Mumbai-400 001,
Maharashtra, India.

Scrip Code: 538788

Sir/Madam,

Sub: Intimation Regarding Extra-ordinary General Meeting, E-Voting and Submission of Notice.

We would like to inform you that the Extra-ordinary General Meeting (EGM) of Gilada Finance & Investments Limited is scheduled to be held on Saturday, 12th December 2026 at 11:00 A.M: through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company is pleased to provide the remote e-voting facility to its shareholders to exercise their vote by electronic means and the business may be transacted through e-voting services and VC/OAVM facility provided by National Securities Depository Limited (NSDL).

The remote e-voting period shall commence on 09th December 2026 (09:00 AM) and ends on 11th December 2026 (05 :00 PM). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form as per the cut- off date of 04th December 2026 may cast their vote electronically and also at the time of EGM of the Company.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find attached herewith the Notice of EGM scheduled to be held on 12th December 2026.

You are requested to take the above on your records and oblige the same.

Thanking you.
Yours Faithfully.

For Gilada Finance and Investments Limited

Chaitra G S
Company Secretary and Compliance officer
M.No.A60871

Kalaburgi Branch : #18, Chamber Complex, Super Market, Kalaburgi - 585 101, Ph: 08472-230491 | Cell : 94481 31907 Email : giladafinance@yahoo.in | www.gilada.com

Bidar Branch : Raba Complex, H. No. 8-11-207/12, Venkatesh Nagar, Behind New Central Bus Stand, Opp. Tagare Vehicle Parking Yard, Bidar - 585401, Karnataka, Ph : 08482 - 460930

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NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the 1st / 2026-27 Extra Ordinary General Meeting ("EGM") of the members of Gilada Finance and Investments Limited will be held on Saturday 12th December 2026 at 11.00 AM through Video Conferencing ("VC") / Other Audio-Visual Means to consider the following business:

SPECIAL BUSINESS

ITEM NO.1: TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. RAJGOPAL SHANKARLAL GILADA (DIN: 00307829) AS MANAGING DIRECTOR OF THE COMPANY.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 2(54), 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to the provisions of the Articles of Association of the Company, and upon the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded to the appointment of Mr. Rajgopal Shankarlal Gilada (DIN: 00307829) as the Managing Director of the Company for a period of five (5) consecutive years with effect from 11.11.2026, on such terms and conditions, including remuneration, perquisites, powers, duties and responsibilities.

RESOLVED FURTHER THAT Mr. Rajgopal Shankarlal Gilada, in his capacity as Managing Director of the Company, shall be responsible for the overall management, supervision and control of the affairs of the Company, subject to the superintendence, control and direction of the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof, duly authorised in this regard) be and is hereby authorised to alter, vary, modify or revise the terms and conditions of appointment and remuneration of Mr. Rajgopal Shankarlal Gilada, from time to time, subject to the provisions of the Companies Act, 2013, Schedule V thereto and other applicable statutory provisions, as may be deemed appropriate.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorised to sign and execute all such documents, deeds and writings, make necessary statutory filings with the Registrar of Companies and other statutory authorities, and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution

ITEM NO.2: RE-APPOINTMENT OF MR. DODBALLAPUR NARASIMHA MURTHY GOPAL (DIN: 09286830) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

GILADA FINANCE & INVESTMENTS BANGALORE

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Dodballapur Narasimha Murthy Gopal (DIN: 09286830), who was appointed as an Independent Director of the Company and who is eligible for re-appointment and has given his consent to act as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years with effect from 11.11.2026 to 10.11.2031

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and making necessary entries in the statutory registers of the Company."

ITEM NO. 3: APPOINTMENT OF MR. SANJEEV KUMAR (DIN: 11602953) AS AN DIRECTOR OF THE COMPANY.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an SPECIAL RESOLUTION

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and the Articles of Association of the Company, Mr. Sanjeev Kumar (DIN: 11602953), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 11.11.2026 and who holds office up to the date of this Extraordinary General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and making necessary entries in the statutory registers of the Company."

RESOLVED FURTHER THAT, in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment, the aforesaid remuneration shall be paid as minimum remuneration in accordance with the applicable provisions of the Act and Schedule V thereto, and any other applicable statutory or regulatory provisions, as may be amended from time to time.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to vary, alter, revise or modify the terms and conditions of the appointment and/or remuneration of Mr. Sanjeev Kumar, including remuneration payable, in such manner as may be mutually agreed upon between the Board and Mr. Sanjeev Kumar, subject to the limits prescribed under the Act,

SEBI Listing Regulations, applicable RBI guidelines and any other regulatory provisions as may be applicable from time to time.

RESOLVED FURTHER THAT Managing Director or the Company Secretary of the Company be and is hereby severally authorized to file necessary returns, forms and documents with the Ministry of Corporate Affairs, the Reserve Bank of India, stock exchanges, and any other statutory or regulatory authority, and to do all such acts, deeds, matters and things, as may be necessary, desirable or expedient to give effect to this resolution and to settle any question or difficulty that may arise in connection therewith."

By the order of the Board
For GILADA FINANCE & INVESTMENTS LIMITED

Chaitra G S
(COMPANY SECRETARY & COMPLIANCE OFFICER)
M. No.: A60871
Date: 19.11.2026
Place: Bangalore

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ANNEXURE TO NOTICE

INFORMATION PURSUANT TO REGULATION 36 OF THE SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD ON THE GENERAL MEETINGS ('SS-2'):

1) RAJGOPAL SHANKARLAL GILADA

SL No	Particulars	Details
1	Name of the Director	Mr. Rajgopal Shankarlal Gilada
2	DIN	00307829
3	Age	62
4	Date of First Appointment on the Board	26/07/1994
5	Designation / Category of Director	Managing Director
6	Educational Qualifications	Engineering Graduate in Industrial Management Engineering and Post Graduate Diploma in Business Management.
7	Brief Resume	Mr. Rajgopal Shankarlal Gilada is the Founder and Managing Director of GFIL. He has over 38 years of experience across various industries and has played a key role in shaping the strategic direction and growth of the Gilada Group.
8	Experience	Over 38 years of professional experience across various industries.
9	Nature of Expertise in Specific Functional Areas	Industrial Management, Business Management, Strategic Planning, Business Development, Power and Renewable Energy Sector, Refractories Sector and Corporate Leadership.
10	Terms and Conditions of Appointment	Appointment as Managing Director for a period of five (5) consecutive years with effect from 11th November, 2026, subject to approval of the Members of the Company.
11	Remuneration proposed to be paid	As per the terms and conditions approved by the Board of Directors and subject to Members' approval.
12	Remuneration last drawn	1,00,000/-
13	Shareholding in the Company	611200

14	Relationship with other Directors, Manager and Key Managerial Personnel	The Managing Director is the brother of one of the Directors and the husband of the Woman Director of the Company."
15	Number of Board Meetings attended during the year (if applicable)	04
16	Other Directorships held	1) GITA REFRACTORIES PRIVATE LIMITED, 2) PEHEL URJA PRIVATE LIMITED, 3) MANASVITA RENEWABLE ENERGY PRIVATE LIMITED, 4) MANASVITHA SMART ENERGY PRIVATE LIMITED, KAGINA CEMENTS PRIVATE LIMITED, 5) SRI SHAKTI LAND DEVELOPERS AND CONSTRUCTIONS COMPANY LIMITED, 6) SHANKARLAL GILADA & SONS PRIVATE LIMITED, 7) VIKRAMADITYA RENEWABLE ENERGY PRIVATE LIMITED, 8) SRM POWER PRIVATE LIMITED, 9) VIJAYALAKSHMI HYDRO POWER PRIVATE LIMITED, 10) SAHYADRI RENEWABLE ENERGY PRIVATE LIMITED, 11) KRISHNA VALLEY POWER PRIVATE LIMITED, 12) WHITEFIELD REFRACTORIES PRIVATE LIMITED, 13) VIKRAMADITYA ENERGY STORAGE SOLUTIONS PRIVATE LIMITED
17	Membership / Chairmanship of Committees of other Boards	Nil
18	Listed entities from which the Director has resigned during the last three years	Nil
19	Justification for appointment (in case of Independent Director)	NA

2) DODBALLAPURNARASIMHAMURTHY GOPAL

SL No	Particulars	Details
1	Name of the Director	DODBALLAPURNARASIMHAMURTHY GOPAL
2	DIN	09286830
3	Age	68

4	Date of First Appointment on the Board	31.08.2021
5	Designation / Category of Director	Independent Director
6	Educational Qualifications	1. B.Sc. (PCM) from Bangalore University. 2. CAIIB (conducted by the Indian Institute of Bankers, Mumbai). 3. MBA (Finance) from Manonmaniam and Sundaranar University, Tirunelveli.
7	Brief Resume	Banking professional with more than 36 years of experience in the banking profession, including service in various capacities at State Bank of India (earlier State Bank of Mysore).
8	Experience	More than 36 years in the banking profession: 1. Worked in State Bank of India (earlier State Bank of Mysore) in various capacities as Assistant Manager, Deputy Manager, Manager, Chief Manager and Assistant General Manager, acquiring special skills in heading branches as well as an Administrative Office, with overall control of banking operations on a day-to-day basis. 2. Extended services as guest faculty in training centres and other private banks and also in branches on banking operations. 3. Acquired special skills in accounting and financial aspects of banking.
9	Nature of Expertise in Specific Functional Areas	Banking operations, accounting and financial aspects of banking.
10	Terms and Conditions of Appointment	The Independent Director shall be appointed for a term of five (5) consecutive years, subject to the approval of the shareholders. The appointment shall be governed by the provisions of the Companies Act, 2013, including Schedule IV thereto, and applicable SEBI (LODR) Regulations. The Independent Director shall be entitled to sitting fees for attending meetings of the Board and its Committees and reimbursement of expenses incurred for participation in such meetings, as permissible under the applicable provisions of law.
11	Remuneration proposed to be paid	Nil

12	Remuneration last drawn	Nil
13	Shareholding in the Company	Nil
14	Relationship with other Directors, Manager and Key Managerial Personnel	None. The proposed appointee is not related to any of the Directors, Manager or Key Managerial Personnel of the Company.
15	Number of Board Meetings attended during the year (if applicable)	04
16	Other Directorships held	Nil
17	Membership / Chairmanship of Committees of other Boards	Nil
18	Listed entities from which the Director has resigned during the last three years	Nil
19	Justification for appointment (in case of Independent Director)	With the rich experience of banking and finance as above, He is confident of contributing in the progressive direction of the Company and to the fullest satisfaction of the entire Management.

3) SANJEEV KUMAR

SL No	Particulars	Details
1	Name of the Director	Mr. Sanjeev Kumar
2	DIN	11602953
3	Age	50
4	Date of First Appointment on the Board	11.08.2026
5	Designation / Category of Director	Director
6	Educational Qualifications	Master's Degree in Finance and Commerce and Master of Business Administration (MBA)
7	Brief Resume	Global founder, civilisational architect and creator of the HOLNESS Model, a trillion-plus dollar humanitarian

		economic ecosystem. Global CEO and Founder of HOLNESS World Model and Harley of London India (HOLI).
8	Experience	Experience operating across 30+ global markets, with expertise in global business operations, capital management and ecosystem development.
9	Nature of Expertise in Specific Functional Areas	Global Business Management, Capital Management, Finance, Global Market Operations, Human-Centric Philosophy, Ecosystem Design, Cultural and Civilisational Development.
10	Terms and Conditions of Appointment	The Director shall be appointed subject to the approval of the shareholders, wherever applicable. The appointment shall be governed by the provisions of the Companies Act, 2013, the Rules made thereunder, the Articles of Association of the Company and applicable SEBI (LODR) Regulations. The Director shall be entitled to sitting fees for attending meetings of the Board and its Committees, reimbursement of expenses and such other remuneration, if any, as may be approved in accordance with the applicable provisions of law.
11	Remuneration proposed to be paid	Nil
12	Remuneration last drawn	Nil
13	Shareholding in the Company	Nil
14	Relationship with other Directors, Manager and Key Managerial Personnel	None. The proposed appointee is not related to any of the Directors, Manager or Key Managerial Personnel of the Company.
15	Number of Board Meetings attended during the year (if applicable)	Nil
16	Other Directorships held	HOL INDIA PRIVATE LIMITED
17	Membership / Chairmanship of Committees of other Boards	Nil
18	Listed entities from which the Director has resigned during the last three years	Nil
19	Justification for appointment (in case of Independent Director)	NA

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1: APPOINTMENT OF MR. RAJGOPAL SHANKARLAL GILADA (DIN: 00307829) AS THE MANAGING DIRECTOR OF THE COMPANY

The Board of Directors of the Company, at its meeting held on 11.11.2026, upon the recommendation of the Nomination and Remuneration Committee, wherever applicable, has approved the appointment of Mr. Rajgopal Shankarlal Gilada (DIN: 00307829) as the Managing Director of the Company for a period of five (5) consecutive years with effect from 11th November, 2026, subject to the approval of the Members of the Company.

The proposed appointment is being made pursuant to the provisions of Sections 2(54), 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V to the Act and the rules made thereunder.

Mr. Rajgopal Shankarlal Gilada shall be responsible for the overall management, supervision and control of the affairs of the Company, subject to the superintendence, control and direction of the Board of Directors.

The terms and conditions of his appointment, including remuneration, perquisites, powers, duties and responsibilities, shall be as approved by the Board of Directors and as set out in the draft terms of appointment, which shall be available for inspection by the Members of the Company.

The Board of Directors is of the opinion that the appointment of Mr. Rajgopal Shankarlal Gilada as Managing Director would be in the best interests of the Company and would enable the Company to benefit from his leadership and contribution towards its overall growth and development.

The Company has received the necessary consent, declarations and disclosures from Mr. Rajgopal Shankarlal Gilada in connection with his proposed appointment, including confirmation regarding his eligibility and non-disqualification under the applicable provisions of the Companies Act, 2013.

Additional Information as Required under Section II, Part II of Schedule V to the Companies Act, 2013

I. General Information

1. **Nature of Industry:** Non-Banking Financial Company (NBFC).
2. **Date of Commencement of Commercial Operations:** 26th July 1994
3. **Financial Performance of the Company:** (Rs. in lakhs)

Particulars	FY 2025-26	FY 2024-25
Revenue from Operations	725.57	676.95
Other Income	18.03	33.09

Total Income	743.59	710.04
Profit Before Tax (PBT)	293.09	289.62
Profit After Tax (PAT)	217.42	212.96
Earnings Per Share (EPS)	1.55	1.52

4. **Foreign Investments or Collaborations:** NIL

II. Information about the Appointee – Mr. Rajgopal Shankarlal Gilada

1. **Background Details:** Mr. Rajgopal Shankarlal Gilada is proposed to be appointed as the Managing Director of the Company for a period of five consecutive years with effect from 11th November, 2026.

2. **Past Remuneration:**

(Amt in Rs.)

Financial Year	Salary	Sitting Fees	Commission	Total Remuneration
2025-26	12,00,000	25,000	Nil	12,25,000
2024-25	12,00,000	30,000	Nil	12,30,000

3. **Recognition or Awards:** NIL

4. **Job Profile and Suitability:** Mr. Rajgopal Shankarlal Gilada shall be responsible for the overall management, supervision and control of the affairs of the Company, including strategic planning, business development, financial management and implementation of the Company's objectives. His appointment is expected to provide leadership and direction for the Company's growth and development.

5. **Remuneration Proposed:** "The Director shall be entitled to sitting fees for attending meetings of the Board and its Committees, as may be approved by the Board from time to time, subject to the provisions of the Companies Act, 2013

6. **Comparative Remuneration Profile:** The proposed remuneration shall be determined considering the industry standards, size of the Company, responsibilities attached to the position and the qualifications and experience of the appointee.

7. **Pecuniary Relationship:** [Specify whether Mr. Rajgopal Shankarlal Gilada has any direct or indirect pecuniary relationship with the Company or any relationship with managerial personnel, apart from remuneration proposed, if applicable].

III. Other Information

1. **Reasons for Loss or Inadequate Profits:** [Provide reasons for the Company having no profits or inadequate profits, if applicable].

2. **Steps Taken or Proposed to be Taken for Improvement:** The Company proposes to strengthen its business operations, improve operational efficiency, enhance its financial performance and focus on sustainable business growth.

3. **Expected Increase in Productivity and Profits:** The Company expects to improve its operational efficiency, business performance and profitability through effective management, strategic planning and business expansion.

The Board of Directors recommends the resolution set out at Item No. 01 of the accompanying Notice for approval of the Members by way of an Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives, except Mr. Rajgopal Shankarlal Gilada, to the extent of his appointment and remuneration, is concerned or interested, financially or otherwise, in the said resolution.

ITEM NO. 2: RE-APPOINTMENT OF MR. DODBALLAPUR NARASIMHA MURTHY GOPAL (DIN: 09286830) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Dodballapur Narasimha Murthy Gopal (DIN: 09286830) was appointed as an Independent Director of the Company for a term of five consecutive years, and his present term is due to expired on 30.08.2026.

Based on the recommendation of the Nomination and Remuneration Committee and considering his knowledge, experience, expertise and valuable contribution to the Board, the Board of Directors, at its meeting held on 11.11.2026, has recommended his re-appointment as an Independent Director of the Company for a second term of five consecutive years with effect from 11.11.2026 to 10.11.2031.

Director Profile:

Sl No	Particulars	Details Required
1	Name	Dodballapur Narasimha Murthy Gopal
2	Designation	Independent Director
3	Age	68
4	Educational Qualification	B.Sc. (PCM) from Bangalore University; CAIIB from Indian Institute of Bankers, Mumbai; MBA (Finance) from Manonmaniam Sundaranar University, Tirunelveli.
5	Total Experience	More than 36 years of experience in the Banking profession.
6	Industry Experience	Banking and Finance sector.
7	Key Expertise	Banking Operations, Branch Management, Administrative Management, Accounting and Financial Management.

8	Pervious experience	Worked with State Bank of India (erstwhile State Bank of Mysore) as Assistant Manager, Deputy Manager, Manager, Chief Manager and Assistant General Manager.
9	Key Achievements	Experience in heading branches, managing banking operations at the Administrative Office and serving as Guest Faculty at Training Centres and other Private Banks.
10	Contribution to Company	Rich experience in Banking and Finance, which can contribute to the Company's financial management, operational efficiency and overall growth.
11	Skills	a) Financial Management and Accounting b) Business Development and Strategic Planning c) Credit Appraisal and Loan Management d) Credit Risk Assessment and Management e) NBFC Regulatory Compliance.

Mr. Dodballapur Narasimha Murthy Gopal has furnished his consent to act as an Independent Director and has also submitted a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

The Company has received the requisite declarations and disclosures from him, and he is not disqualified from being appointed as a Director under the provisions of the Companies Act, 2013.

In terms of Section 149(10) read with Section 149(11) of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment for a second term of up to five consecutive years, subject to the approval of the shareholders by way of a Special Resolution.

The Board recommends the Special Resolution set out at Item No. 02 of the accompanying Notice for approval of the Members.

Except Mr. Dodballapur Narasimha Murthy Gopal and his relatives, to the extent of their shareholding interest, if any, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 3: APPOINTMENT OF MR. SANJEEV KUMAR (DIN: 11602953) AS AN DIRECTOR OF THE COMPANY:

The Board of Directors of the Company, at its meeting held on 11.11.2026, appointed Mr. Sanjeev Kumar (DIN: 11602953) as an Additional Director of the Company with effect from 11.11.2026, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company.

In accordance with the provisions of Section 161(1) of the Companies Act, 2013, Mr. Sanjeev Kumar shall hold office as an Additional Director up to the date of the ensuing General Meeting of the Company.

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Director profile

Sl No	Particulars	Details required
1	Name	Sanjeev Kumar
2	Designation	Director
3	Age	50
4	Educational Qualification	Master's Degree in Finance and Commerce and Master of Business Administration (MBA)
5	Total Experience	Extensive global business and entrepreneurial experience; exact number of years not specified
6	Industry Experience	Experience in global finance, capital management, wellness, healthcare, global markets and human infrastructure
7	Key Expertise	Global business strategy, structured finance, capital management, ecosystem design, entrepreneurship, wellness and human-centric economic models
8	Pervious experience	Founder of Delamore Capital and Delamore & Owl Group; architect of MyCare 360, HOLNESS Hubs, HOLI Delivery Partners and Life Health ARC
9	Key Achievements	Creator of the HOLNESS World Model; authored seven books; associated with a multinational capital group managing over USD 2 billion across continents
10	Contribution to Company	Strategic leadership, business development, financial expertise, global business expansion, operational excellence and development of sustainable business models
11	Skills	a) Investment and Fund Management b) Business Development and Expansion c) Global Financial Management d) Investment Strategy

The Company has received his consent to act as a Director in Form DIR-2, disclosure of non-disqualification in Form DIR-8 and other requisite declarations and disclosures as required under the provisions of the Companies Act, 2013.

The Board of Directors, considering his knowledge, experience, expertise and valuable contribution, is of the opinion that his appointment as a Director of the Company would be in the best interests of the Company and accordingly recommends the resolution set out at Item No. 03 of the accompanying Notice for approval of the Members.

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Except Mr. Sanjeev Kumar and his relatives, to the extent of their shareholding interest, if any, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 03 for approval of the Members.

By the order of the Board
For GILADA FINANCE & INVESTMENTS LIMITED

Chaitra G S
COMPANY SECRETARY & COMPLIANCE OFFICER
M. No.: A60871
Date: 19.11.2026
Place: Bangalore

NOTES AND INSTRUCTIONS

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.giladafinance.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 09th December 2026 at 09:00 A.M. and ends on 11th December 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 04th December 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 04th December 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a

mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company

	For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to _____**<Please mention the e-mail ID of Scrutinizer>** with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (Company email id).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in

Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

6. Registration of Speaker related point needs to be added by company.