Paragon Finance Limited

CIN-L65921WB1986PLC040980

SIKKIM HOUSE, 4/1 Middleton Street, Kolkata-700 071

Phone : 033 4061 2288, 9331116100
E-mail : paragoncal@gmail.com
Website : www.paragonfinanceltd.com

September 01st, 2026

To,
The Department of Corporate Services
BSE Limited
Ground Floor, P. J. Tower,
Dalal Street, Mumbai-400001

Scrip Code: 531255

Sub: Submission of Notice of 40th Annual General Meeting ("AGM") of the Company.

Dear Sir/Madam,

This is with reference to the above-mentioned subject and in terms of applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby enclosing the copy of Notice of 40th Annual General Meeting ("AGM") of the company scheduled to be held Saturday, September 26, 2026 at 12:15 P.M. (IST) through Video Conferencing ("VC").

Kindly take the same on your records.

Thanking you,
Yours Faithfully,

For Paragon Finance Limited

SANJAY KUMAR GUPTA
Digitally signed by SANJAY KUMAR GUPTA
Date: 2026.09.01 16:35:55 +05'30'

Sanjay Kumar Gupta
Whole Time Director & Company Secretary
DIN: 00213467

Encl. As Above

NOTICE

NOTICE is hereby given that the 40th Annual General Meeting of the Members of the Company "Paragon Finance Limited" will be held on Saturday, the 26th day of September, 2026 at 12:15 P.M. through Video-Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED ON 31ST MARCH, 2026, TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS REPORT THEREON:**

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

   "**RESOLVED THAT** the Audited Standalone Financial Statements including Balance Sheet of the Company as at March 31, 2026, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date together with all the notes annexed and the Directors' and Auditors' Reports thereon, placed before the meeting, be and are hereby considered and adopted."

2. **TO APPOINT AN EXECUTIVE DIRECTOR IN PLACE OF MR. ALOKE KUMAR GUPTA (DIN: 00825331), DIRECTOR WHO RETIRES BY ROTATION AT THIS MEETING AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AS AN EXECUTIVE DIRECTOR OF THE COMPANY**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Aloke Kumar Gupta (DIN: 00825331), Executive Director of the Company who retires by rotation at this meeting, and being eligible, has offered himself for re-appointment, be and is hereby reappointed as an Executive Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **APPOINTMENT OF SECRETARIAL AUDITOR OF THE COMPANY FOR THE TERM OF 5 CONSECUTIVE YEARS:**

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

"**RESOLVED THAT** pursuant to the provision of Section 204(1) of the Companies Act, 2013 & Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any of the Companies Act, 2013, applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], based on the recommendation of Audit committee and Board of Directors of the Company, consent of the members be and is hereby given for appointment of Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662), as Secretarial Auditor of the Company for the term of 5 consecutive years starting from the FY 2025-2026 at such remuneration and out-of-pocket expenses, as may be mutually agreed between the Secretarial Auditor and the Audit committee/Board of Directors on the terms and conditions including those relating to remuneration as set out under the Explanatory Statement annexed to this Notice."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby authorized to do all such acts, to file form with the Registrar, deeds, matters and things as may be necessary for the purposes of giving effect to this resolution and matters connected therewith or incidental thereto."

4. **REVISION OF REMUNERATION PAYABLE TO MR. SANJAY KUMAR GUPTA (DIN: 00213467) & MR. ALOKE KUMAR GUPTA (DIN: 00825331), EXECUTIVE DIRECTORS OF THE COMPANY W.E.F. 01.05.2026**

To consider and if thought fit, to pass with or without modification(s), the following resolution, as an **Ordinary Resolution: -**

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder, applicable provisions of the (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee, Audit Committee and the Approval of Board of Directors, the consent of the Members be and is hereby accorded for revision and reduction of remuneration payable to the Executive Directors of the Company, namely, Mr. Sanjay Kumar Gupta (DIN: 00213467) from Rs. 3,00,000/- per month to Rs. 1,00,000/- per month plus National Pension Scheme as applicable and Mr. Aloke Kumar Gupta (DIN: 00825331) from Rs. 5,00,000/- per month to Rs. 50,000/- per month, with effect from 1st May, 2026 subject to approval of shareholders in the Annual General Meeting.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby authorized to do all such acts, to file form with the Registrar, deeds, matters and things as may be necessary for the purposes of giving effect to this resolution and matters connected therewith or incidental thereto."

5. REGULARISATION OF APPOINTMENT OF MRS. RAVEENA AGRAWAL (DIN: 09117345) AS A NON-EXECUTIVE 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:**

“**RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and pursuant to the provisions of Sections 149, 150, 152, 160, 161(1) and 178, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b), 17(1C), 19 and 25(2A) read with Part D of Schedule II and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and the Articles of Association of the Company, Mrs. Raveena Agrawal (DIN: 09117345), who was appointed by the Board of Directors as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from 31st August, 2026, and who has submitted a declaration that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and who is eligible for appointment as an Independent Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 31st August, 2026 up to 30th August, 2031.”

“**RESOLVED FURTHER THAT** Mrs. Raveena Agrawal shall be entitled to receive sitting fees for attending meetings of the Board of Directors and/or Committees thereof and such other remuneration, if any, as may be determined by the Board of Directors from time to time, within the limits prescribed under the Companies Act, 2013 and the Rules made thereunder.”

“**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute all such documents, papers and writings and file the requisite forms and returns, including Form MGT-14 and Form DIR-12, as applicable, with the Registrar of Companies and/or any other statutory or regulatory authority, as may be necessary or expedient to give effect to this resolution.”

By and on behalf of the Board
Sd/-
SANJAY KUMAR GUPTA
Company Secretary
Membership No.: F6943
Date – 31.08.2026
Place - Kolkata

NOTES:

1. Pursuant to the latest General Circular No. 03/2025 dated September 22, 2025 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 AGM 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, AGM 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 AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM 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 AGM 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 AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM 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 Secretarial 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 AGM. 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 AGM 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 AGM has been uploaded on the website of the Company at https://paragonfinance.in/. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM 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 Wednesday, 23rd September, 2026 at 9:00 A.M. and ends on Friday, 25th of September, 2026 at 5:00 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. Saturday, 19th September, 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 Saturday, 19th September, 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

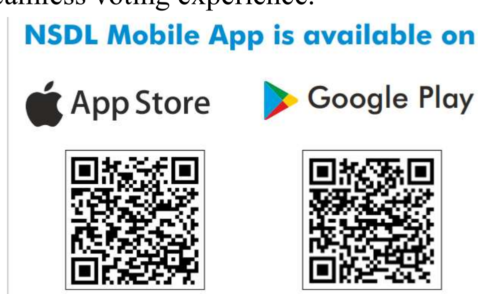
A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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.



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 fcsaltabkazi@gmail.com 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 Ms. Pallavi Mhatre, DVP, NSDL 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 compliancesdesk@gmail.com.
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 compliancesdesk@gmail.com. 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 AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
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 AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM 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 compliancesdesk@gmail.com. The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at compliancesdesk@gmail.com between Thursday 17th September, 2026 10:00 a.m. (IST) and Saturday, 19th September, 2026, 5:00 p.m. (IST). Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

7. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

By and on behalf of the Board

Sd/-
Sanjay Kumar Gupta
Company Secretary
Membership No.: F6943

Place: Kolkata
Date: 31.08.2026

ANNEXURE 1: DISCLOSURE PURSUANT TO PROVISION OF REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015 AND SECRETARIAL STANDARD 2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Name of Director	Mr. Aloke Kumar Gupta
Date of Birth and Age	15.08.1959, Age - 67 years
Directors Identification Number (DIN)	00825331
Date of first appointment on the Board	21.08.1986
Nationality	Indian
Expertise in specific functional areas	More than 40 years of experience in Finance.
Profile of Director	Mr. Aloke Kumar Gupta is a Commerce graduate having experience of more than 40 years in the fields of Finance, Risk Assessment and General Management.
Qualifications	B.Com Graduate
Directorship held in other Listed companies	He is not a director in any other listed company
Membership/ Chairmanship of Committees of such companies	NA
Name of listed entities from which the person has resigned in the past three years	NA
Shareholdings in the Company including shareholding as a beneficial owner	Nil
Disclosure of relationships between directors/ Key Managerial Personnel inter-se	He is the brother of Mr. Sanjay Kumar Gupta, Executive Director, Whole-time director and Company Secretary.
Remuneration from the Company in the F.Y. 2024-25 and F.Y. 2025-26	FY 2024-25 5.00 lakhs per month FY 2025-26 5.00 lakhs per month
Terms and conditions of re-appointment/ appointment along with details of remuneration sought to be paid	As per the Agreement.
Number of Meetings of the Board attended during the 2024-25 and F.Y. 2025-26	2024-25 – Attended 8 out of 11 meetings 2025-26 – Attended 6 out of 10 meetings

ANNEXURE 2: DISCLOSURE PURSUANT TO PROVISION OF REGULATION 36(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015 AND SECRETARIAL STANDARD 2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

1.	Name of Director	Mrs. Raveena Agrawal
2.	DIN	09117345
3.	Date of Birth	29th August, 1993
4.	Age	33 years
5.	Date of First Appointment on the Board	31.08.2026
6.	Qualifications	Fellow Member of Institute of Company Secretaries of India
7.	Experience and Expertise in Specific Functional Areas	She has an experience of more than 10 years in the field of Compliance, Governance and Finance
8.	Terms and Conditions of Appointment/ Re-appointment	As per Nomination And Remuneration Policy of the Company
9.	Details of Remuneration sought to be paid	As per the terms of appointment
10.	Details of Remuneration last drawn	NA
11.	Attendance at Board meetings in the year 26-27 up to the date of notice	Present in 1 out of 1 Board Meeting in which she was appointed as an Additional Director
12.	Number of Equity Shares held by her in the company	Nil
13.	Directorships held in other listed companies	1
14.	Chairman/ Member of Committees of Board of Directors of other listed Companies	None
15.	Disclosure of relationships between directors/KMP inter-se	None

Explanatory Statement pursuant to Section 102 of the Act read with Regulations 17 of Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India

AGENDA NO. 3

The Board of Directors in its meeting held on 31st August, 2026 based on the recommendation of Audit Committee and subject to shareholders' approval, appointed Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662) as a Secretarial Auditor of the company for the terms of five consecutive years starting from the financial year 2025-2026. In accordance with Regulation 24A and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as well as the applicable sections of the Companies Act, 2013 (the Act) and the rules framed thereunder, the Company has received a written consent from Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662) to act as a Secretarial Auditor of the Company and a certificate has been provided confirming that he meets the eligibility criteria, satisfies all terms and conditions and does not fall under any disqualifications to act as the Secretarial Auditor.

As per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662), has confirmed that he holds a valid Peer Review Certificate issued by the Institute of Company Secretaries of India.

The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditor.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

The Board recommends the resolution set forth in Item No. 3 for the approval of Members as an Ordinary Resolution.

Information pursuant to Regulation 36(5) of SEBI Listing Regulations, the following details are provided in Annexure 1.

"Annexure 1"

Information pursuant to Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Appointment details	Appointment of Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662) of the Company for five years from F.Y. 2025-2026
Date of Appointment	The Board of Directors in its meeting held on 31st August, 2026 based on the recommendation of Audit Committee and subject to shareholders' approval, appointed Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662) as a Secretarial Auditor of the company for five years starting from the financial year 2025-2026.

Proposed audit fee payable to auditors	Fees to be paid to Mr. Altab Uddin Kazi, Practising Company Secretary (FCS No. 12581) (C.P. No. 27662) towards Secretarial Audit for FY 2025–2026, as may be mutually agreed between the Company and the Secretarial Auditor.
Terms of appointment	Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662) would conduct the Secretarial Audit of the company for five years starting from the financial year 2025-2026
Material change in fee payable	Not applicable
Basis of recommendation and auditor credentials	The Audit Committee and the Board of Directors based on the credentials of the Auditor and eligibility criteria prescribed under the Companies Act, 2013 and LODR, as amended from time to time, recommends the appointment of Mr. Altab Uddin Kazi, Practising Company Secretaries, (FCS No. 12581) (C.P. No: 27662) as a Secretarial Auditor of the company. Brief Profile: Mr. Altab Uddin Kazi is a Practicing and Peer Reviewed Company Secretary (FCS No. 12581) (C.P. No: 27662)and Company Law Consultants having more than 9 years' experience in Providing comprehensive company secretarial support, ensuring compliance with all relevant laws and regulations, and have Strong knowledge of company law, securities regulations, and corporate governance principles.

AGENDA NO. 4:

REVISION OF REMUNERATION PAYABLE TO MR. SANJAY KUMAR GUPTA (DIN: 00213467) AND MR. ALOKE KUMAR GUPTA (DIN: 00825331), EXECUTIVE DIRECTORS OF THE COMPANY, W.E.F. MAY 1, 2026

Mr. Sanjay Kumar Gupta (DIN: 00213467) is presently serving as the Whole-Time Director & Company Secretary of the Company and Mr. Aloke Kumar Gupta (DIN: 00825331) is serving as Director & Chief Financial Officer of the Company.

In view of the financial prudence and the long-term interests of the Company, the Nomination and Remuneration Committee, at its meeting held on 11th June, 2026, considered and recommended the revision in the remuneration payable to Mr. Sanjay Kumar Gupta and Mr. Aloke Kumar Gupta with effect from May 1, 2026.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 11th June, 2026, approved the revision in their remuneration, subject to the approval of the Members of the Company. Accordingly, the remuneration payable to Mr. Sanjay Kumar Gupta is proposed to be reduced from Rs. 3,00,000/- per month to Rs. 1,00,000/- per month plus National Pension Scheme as applicable, and the remuneration payable to Mr. Aloke Kumar Gupta is proposed to be reduced from Rs. 5,00,000/- per month to Rs. 50,000/- per month, with effect from May 1, 2026.

All other terms and conditions of appointment of Mr. Sanjay Kumar Gupta and Mr. Aloke Kumar Gupta, except to the extent specifically modified by the proposed revision in remuneration, shall remain unchanged.

The Board considers that the proposed remuneration is commensurate with their respective duties, responsibilities, experience and contribution towards the management and operations of the Company and is in the interest of the Company.

The remuneration shall be subject to the applicable provisions of Sections 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the SEBI Listing Regulations, including such approvals as may be required thereunder.

Mr. Sanjay Kumar Gupta and Mr. Aloke Kumar Gupta and their respective relatives may be deemed to be concerned or interested, financially or otherwise, in the resolution to the extent of the remuneration payable to them. Save and except the aforesaid, none of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution.

Pursuant to Clause (iv) of Section II of Schedule V of Companies Act, 2013 the following Statement is given:

1. General Information:

<table>
<tr><th>Sr. No.</th><th colspan="2">Particulars</th></tr>
<tr><td>1</td><td>Nature of Industry</td><td>Non-Banking Financial Company</td></tr>
<tr><td>2</td><td>Date of commencement of business</td><td>30th July, 1986</td></tr>
<tr><td>3</td><td>In case of new companies expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td>NA</td></tr>
<tr><td>4</td><td>In case of existing company financial result parameters</td><td><table>
<tr><td>Particulars</td><td>Year Ended 31.03.2026 (Amount in Lakhs)</td></tr>
<tr><td>Gross Sales/Income</td><td>128.74</td></tr>
<tr><td>Less Depreciation</td><td>22.86</td></tr>
<tr><td>Profit/(Loss) before Tax</td><td>(115.68)</td></tr>
<tr><td>Taxes/Deferred Taxes</td><td>(4.48)</td></tr>
<tr><td>Profit/(Loss) After Taxes</td><td>(111.20)</td></tr>
</table></td></tr>
<tr><td>5</td><td>Foreign Investments and Collaborations</td><td>NA</td></tr>
</table>

2. Information about the Appointee:

Sr. No.	Particulars	
1	Background Details	Mr. Aloke Kumar Gupta is a Commerce graduate having experience of more than 40 years in the fields of Finance, Risk Assessment and General Management. He has been affiliated with the Company as a member of the Board since 1986.
2	Past remuneration	Rs. 5 Lakhs per month

3	Recognition or awards	Not Applicable
4	Job profile and his suitability	He has inherited an enormous legacy and shouldered higher assignments during his tenure with the Company. His sincerity, commitment and ideas have resulted in opening up of new opportunities for the Company.
5	Remuneration proposed	Rs. 50,000 per month
6	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the financial prudence and long-term interests of the Company, the revised remuneration is considered reasonable and appropriate in view of the responsibilities and role of the Director.
7	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	He is the brother of Mr. Sanjay Kumar Gupta, Executive Director, Whole-time director and Company Secretary.

3. Other Information:

Sr. No.	Particulars	
1	Reasons of inadequate profit/loss:	The anticipated growth targets of the Company could not be achieved, resulting in lower-than-expected profitability.
2	Steps taken or proposed to be taken for improvement	Initiating recovery of old dues and focusing on business growth
3	Expected increase in productivity and profits in measurable terms	The management continues to be optimistic towards the external economic environment and expects consumer demand to become more consistent and robust in the current financial year. Further, various policy decisions taken would act as growth channel for the Company which would contribute in increased revenues and higher margins.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

AGENDA NO. 5:

Regularisation of Appointment of Mrs. Raveena Agrawal (DIN: 09117345) as a Non-Executive Independent Director of the Company

Based on the recommendation of the Nomination and Remuneration Committee (“NRC”), the Board of Directors of the Company, at its meeting held on **31st August, 2026**, appointed **Mrs. Raveena Agrawal (DIN: 09117345)** as an **Additional Director in the category of Non-Executive Independent Director** of the Company with effect from **31st August, 2026**, subject to the approval of the Members of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“Act”), Mrs. Raveena Agrawal holds office as an Additional Director up to the date of the ensuing Annual General Meeting. Accordingly, the approval of the Members is being sought for her appointment as a **Non-Executive Independent Director** of the Company.

The Company has received from Mrs. Raveena Agrawal, inter alia, her consent to act as a Director and declarations/confirmations to the effect that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act and that she satisfies the criteria of independence prescribed under **Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**.

She has also confirmed that she is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other regulatory/statutory authority.

In the opinion of the Board, **Mrs. Raveena Agrawal fulfils the conditions specified under the Act and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the Management of the Company**.

The NRC and the Board, after considering her qualifications, experience, expertise, skills and capabilities, are of the view that her association with the Company would be beneficial to the Company. The Board is satisfied that the skills and capabilities possessed by Mrs. Raveena Agrawal are commensurate with the role and responsibilities expected from an Independent Director and would complement the overall skill set of the Board.

Accordingly, the Board recommends the appointment of **Mrs. Raveena Agrawal as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 31st August, 2026 up to 30th August, 2031**.

The appointment of Mrs. Raveena Agrawal as an Independent Director requires the approval of the Members by way of a **Special Resolution** pursuant to Regulation 25(2A) of the SEBI Listing Regulations.

A copy of the draft letter of appointment setting out the terms and conditions of her appointment shall be available for inspection by the Members in accordance with the applicable provisions of the Act and the SEBI Listing Regulations.

Except **Mrs. Raveena Agrawal**, being the appointee, and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice.

The Board of Directors recommends the **Special Resolution** set out at Item No. 1 of the accompanying Notice for approval of the Members.