NOTICE OF ANNUAL GENERAL MEETING (AGM)

NOTICE is hereby given that the Thirty-Fifth (35th) Annual General Meeting (**"AGM"**) of the Members of The Investment Trust of India Limited (**"the Company"**) will be held on **Monday, September 28, 2026 at 11.30 AM (IST)** through Video Conferencing/Other Audio-Visual Means (**"VC"/ "OAVM"**) to transact the following business:

ORDINARY BUSINESS:

Item no. 1

To consider and adopt:

(a) Audited standalone financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and the Auditors thereon; and

(b) Audited consolidated financial statements of the Company for the financial year ended March 31, 2026, and the report of the Auditors thereon and in this regard,

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

a) **"RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and the auditors thereon, as circulated to the members be and are hereby considered and adopted."

b) **"RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, and the report of auditors thereon, as circulated to the members, be and are hereby considered and adopted."

Item no. 2

To consider and appoint Mrs. Khyati Valia (DIN: 03445571) as a director, who retires by rotation and being eligible, offers herself for re-appointment and in this regard,

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

"**RESOLVED THAT** in accordance with the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, Mrs. Khyati Valia (DIN: 03445571) who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby severally authorised to take such necessary steps as may be required in relation to the above and do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution".

SPECIAL BUSINESS:

Item no. 3

To approve Material Related Party Transactions of the Company and in this regard,

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

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company to enter into and / or continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) specified under Regulation 2(1)(zc) of the Listing Regulations with related parties falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, as more specifically set out in Table nos. A1 in the explanatory statement to this resolution on the respective material terms & conditions set out in Table no. A1;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Item no. 4

To approve Material Related Party Transactions of subsidiaries of the Company and in this regard,

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

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the subsidiaries and associates (as defined under the Companies Act, 2013) of the Company, to enter into and / or continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) specified under Regulation 2(1)(zc) of the Listing Regulations with related parties falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, as more specifically set out in Table nos. B1 to B6 in the explanatory statement to this resolution on the respective material terms & conditions set out in each of Table nos. B1 to B6;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company/ subsidiaries in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Item No. 5

To approve to advance any loan/give guarantee/provide security u/s 185 of the Companies Act, 2013 and in this regard,

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

"RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the "Entities"), of an aggregate amount not exceeding Rs. 3.15 Crores (Rupees Three Crores Fifteen Lakhs Only) for the financial year 2026-27, in its absolute discretion deem beneficial and in the best interest of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto for giving effect to this resolution."

By Order of the Board
For **The Investment Trust of India Limited**

Sd/-
Vidhita Narkar
Company Secretary
Membership no: A33495

Date: August 13, 2026
Place: Mumbai

The Investment Trust of India Limited
CIN: L65910MH1991PLC062067
Registered Office:
ITI House 36, Dr. R. K. Shirodkar Marg,
Parel, Mumbai - 400 012
E mail: info@itiorg.com
Website: www.itiorg.com

NOTES:

1. Pursuant to the General Circular Nos. **14/2020** dated April 8, 2020, **17/2020** dated April 13, 2020, **20/2020** dated May 5, 2020, **02/2021** dated January 13, 2021, **19/2021** dated December 8, 2021, **21/2021** dated December 14, 2021, **02/2022** dated May 5, 2022, **10/2022** dated December 28, 2022, **09/2023** dated September 25, 2023, **09/2024** dated September 19, 2024 and **03/2025** dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as the "MCA Circulars"), and the Securities and Exchange Board of India ("SEBI") Circular No. **SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133** dated October 3, 2024 (the "SEBI Circular"), companies are permitted to convene their Annual General Meetings ("AGMs") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of Members at a common venue, till further orders. Accordingly, in compliance with the MCA Circulars, the SEBI Circular, the provisions of the Companies Act, 2013, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 35th Annual General Meeting ("AGM") of the Company is being held through VC/OAVM. The deemed venue of the AGM shall be the Registered Office of the Company, and the Members can attend and participate in the AGM through the VC/OAVM facility.

2. Pursuant to Section 105 of the Act and Rule 19 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available hence, the proxy form, attendance slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

3. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, September 25, 2023 and September 19, 2024 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, necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL), to facilitate remote e-voting and e-voting during AGM. The instructions for the process to be followed for remote e-voting and e-voting during AGM is forming part of this Notice.

4. Pursuant to Section 113 of the Act, representatives of Corporate Members may be appointed for the purpose of voting through Remote e-Voting or for participation and voting in the AGM to be conducted through VC / OAVM. Corporate Members intending to attend the AGM through their authorised representatives are requested to send a certified true copy of the Board Resolution (PDF / JPG Format), authorizing its representative to attend and vote on their behalf at the AGM. The said Resolution/Authorisation shall be sent to the Company by e-mail through its registered e-mail address at info@itiorg.com with a copy marked to helpdesk.evoting@cdslindia.com.

5. In compliance with the aforesaid MCA and SEBI Circulars, this Notice of the AGM along with the Annual Report for FY2025-26 is being sent only through electronic mode to those Members whose name appear in the Register of Members / Beneficial Owners maintained by the Depositories as on BENPOS date i.e. Friday, August 21, 2026 and whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report for FY2025-26 will also be available on website of the Company, i.e. www.itiorg.com website 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 on the website of the CDSL at www.evotingindia.com.

6. The Board of Directors of the Company has appointed M/s. Himanshu Gajra & Company, Practicing Company Secretary, (C.P. No.: 25306), as the Scrutinizer for conducting the voting process for remote e-Voting and e-Voting during the AGM in a fair and transparent manner. The results of the e-Voting shall be declared to the Stock Exchanges within the timeframe prescribed under the Act and SEBI Listing Regulations. The results, along with the Scrutinizer's Report, shall also be placed on the website of the Company at www.itiorg.com

7. Voting rights shall be reckoned on the paid-up value of shares registered in the name of Members / Beneficial Owners maintained by the Depositories as on the **cut-off date i.e. Wednesday, September 23, 2026**.

8. The **remote e-voting** period commences on **Friday, September 25, 2026 at IST 9.00 a.m.** and ends on **Sunday, September 27, 2026 at IST 5.00 p.m.** During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 23, 2026, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

9. The Members attending the AGM should note that those who are entitled to vote but have not exercised their right to vote by remote e-voting, may vote during the AGM through e-voting for all businesses specified in the accompanying Notice. The Members who have exercised their right to vote by remote e-voting may attend the AGM but shall not vote at the AGM.

10. A person who is not a member as on the cut-off date i.e. Wednesday, September 23, 2026 should treat this Notice for information purpose only. However, the Members who are holding shares in physical form or who have not registered their e-mail address with the Company / Depositories or any person who acquires shares of the Company and becomes a Member of the Company after the Notice has been sent electronically by the Company, and holds shares as of the cut-off date, i.e. Wednesday, September 23, 2026 may obtain the User ID and password by following the instructions as mentioned in the Notice of the AGM.

11. The Company has made arrangements through its Registrar & Transfer Agent (RTA), M/s. Purva Sharegistry (India) Private Limited ("Purva"), to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the AGM and for conducting of the e-AGM. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following procedure mentioned in the Notice.

12. In accordance with the Secretarial Standard-2 ("SS-2") on General Meeting issued by the Institute of Company Secretaries of India ("ICSI") read with guidance/clarification dated April 15, 2020 issued by ICSI, the AGM is being convened through VC/OVAM. Accordingly, the Registered Office of the Company shall be deemed to be the venue of the AGM. Since the AGM is being conducted through VC/OAVM, the requirement of annexing a route map to the venue of the Meeting is not applicable and, therefore, the same has not annexed hereto.

13. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.

14. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled-in to the RTA of the Company. Members holding shares in electronic mode may contact their respective DPs for availing this facility.

15. Members are requested to register or intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number ("PAN"), nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc. to their Depository Participants with whom they are maintaining their demat accounts in case the shares are held by them in electronic form/demat form and to Purva in case the shares are held by them in physical form.

16. The Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries. Further, effective from April 01, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in a dematerialized form with a depository except in case of transmission or transposition of securities as per the Listing Regulations. Therefore, the Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding at the earliest.

17. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to provide their PAN details to their respective DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA.

18. The relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at info@itiorg.com.

VOTING RESULTS:

1. The Scrutinizer shall, after the conclusion of the AGM, electronically submit the Consolidated Scrutinizer's Report (i.e. votes cast through remote e-voting and e-voting during AGM) of the total votes cast in favour or against the resolution and invalid votes, to the Chairman of the AGM or to any other person authorised by the Chairman of the Company.

2. Based on the Scrutinizer's Report, the Company will submit within two working days of the conclusion of the AGM, to the Stock Exchanges, details of the voting results as required under Regulation 44(3) of the Listing Regulations.

3. The result declared along with Scrutinizer's Report will be placed on the website of the Company at www.itiorg.com and on the website of CDSL at www.evotingindia.com

CDSL E-VOTING SYSTEM – FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM

1. The AGM of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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 to at least 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/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 ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

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://www.itiorg.com/investor-inner.php?id=12 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. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

The Instructions for shareholders for Remote E-Voting are as under:

I. Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

II. Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

III. The voting period begins on September 25, 2026 at 9:00 A.M. and ends on September 27, 2026 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

IV. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

V. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

STEP 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

VI. In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 & My Easi New (Token) 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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. 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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.
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 and 022 - 2499 7000

STEP 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

i. Login method for e-Voting and joining virtual meeting for shareholders other than individual **shareholders holding in Demat form & physical shareholders**.

1. The shareholders should log on to the e-voting website www.evotingindia.com
2. Click on "Shareholders" module.

3. Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
6. If you are a first- time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than Individuals and Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. 1. If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details.

ii. After entering these details appropriately, click on "SUBMIT" tab.

iii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

iv. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

v. lick on the EVSN for the relevant The Investment Trust of India Limited on which you choose to vote.

vi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

vii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

1) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
2) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
3) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
4) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
5) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

viii. Facility for Non – Individual Shareholders and Custodians – Remote voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@itiorg.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & EVOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. The Members who would like to express their views / ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail Id mentioning their name, demat account number / folio number, email id, mobile number at info@itiorg.com up to Friday, September 25, 2026 (IST 5.00 p.m.). Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM.
8. The Members who do not wish to speak during the AGM but have queries may send their queries from their registered e-mail Id mentioning their name, demat account number / folio number, email id, mobile number at info@itiorg.com up to Friday, September 25, 2026 (IST 5.00 p.m.). These queries will be replied by the Company appropriately during the AGM.
9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
10. Only those shareholders, who are 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 available during the AGM.
11. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhar Card) by email to Company/ RTA email id. – info@itiorg.com/support@purvashare.com.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

A. EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FOR ITEM NO 3 TO 5

Item No. 3 & 4

The Company is engaged in advisory services and trading activities besides holding investment in subsidiaries. The Group business consists of equity broking, mutual fund, financial services, lending business, investment banking and third-party distribution activities which are carried out by separate subsidiary and associate companies. The annual consolidated turnover of the Company as on March 31, 2026 is Rs. 284.54 crore.

In furtherance of its business activities, the Company and its subsidiaries have entered into / will enter into transactions / contract(s) / agreement(s) / arrangement(s) with related parties in terms of Regulation 2(1)(zc) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

All related party transactions of the Company and its subsidiaries are at arm’s length and in the ordinary course of business.

The Company and its subsidiaries have a well-defined governance process for the related party transactions undertaken by them. These transactions are independently reviewed by statutory auditors for arm’s length consideration and compared with the benchmarks available for similar type of transactions and this analysis is presented to the Audit Committee.

Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee. All related party transactions as set out in the explanatory statement of this Notice have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm’s length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into by the Company during the previous quarter, pursuant to its approvals.

The related party transactions between the subsidiaries and their related parties as set out in this Notice are also approved by the audit committee (consisting of majority of independent directors) / board of directors, as the case may be, of the respective subsidiaries.

In accordance with Regulation 23 of the Listing Regulations, approval of the members is sought for related party transactions which in a financial year, exceed the lower of

(i) 1,000 crores; and

(ii) 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

The material related party transactions for which the approval of the members is sought are as follows:

1. Transactions of The Investment Trust of India Limited (TITL) with ITI Gold Loans Limited (IGLL), an Associate of the Company, involving sharing Its leasehold premises with IGLL accordingly recovered Sub-lease (Rent) charged and reimbursement of Electricity Expense. Also, TITIL as ITI Group having Corporate Group Insurance Policies, accordingly recovered reimbursement of Insurance Expense for employee of IGLL, other business support services, proposed to be undertaken during FY2027–28 in the ordinary course of business and on an arm's length basis.

2. Transactions between ITI Credit Limited (ICrL), a wholly owned subsidiary of the Company, and ITI Finance Limited (IFL), an associate of the Company, involving inter-corporate Deposit (Loan given and Loan received back), receipt of interest, and scheme of arrangement proposed to be undertaken during FY2026–27 and FY2027–28 in the ordinary course of business and on an arm's length basis.

3. Transactions between ITI Credit Limited (ICrL), a wholly owned subsidiary of the Company, and ITI Gold Loans Limited (IGLL), an associate of the Company, involving inter-corporate Deposit (Loan given and Loan received back), receipt of interest, and holding of investment, proposed to be undertaken during FY2026–27 and FY2027–28 in the ordinary course of business and on an arm's length basis.

4. Transactions between ITI Credit Limited (ICrL), a wholly owned subsidiary of the Company, and ITI Housing Finance Limited (IHFL), a Promoter Group Company, involving inter-corporate Deposit (Loan given and Loan received back), receipt of interest, and holding of investment, proposed to be undertaken during FY2027–28 in the ordinary course of business and on an arm's length basis.

5. Transactions between Antique Stock Broking Limited (ASBL), a wholly owned subsidiary of the Company, and Lakshdeep Investment and Finance Private Limited (LI&FPL), a related party, involving receipt of corporate guarantee and payment of corporate guarantee charges, proposed to be undertaken during FY2026–27 and FY2027–28 in the ordinary course of business and on an arm's length basis.

6. Transactions between ITI Capital Limited (ICL), a wholly owned subsidiary of the Company, and ITI Gold Loans Limited (IGLL), an associate Company, involving inter-corporate Deposit (Loan given and Loan received back), receipt of interest, proposed to be undertaken during FY2026–27 and FY2027–28 in the ordinary course of business and on an arm's length basis.

7. Transactions between ITI Securities Broking Limited (ITISBL), a wholly owned subsidiary of the Company, and Lakshdeep Investment and Finance Private Limited (LI&FPL), a related party, involving receipt of corporate guarantee and payment of corporate guarantee charges, to be undertaken during FY2026–27 and FY2027–28 in the ordinary course of business and on an arm's length basis.

The approval of the members pursuant to Resolution Nos. 3 and 4 is being sought for the related party transactions / contracts / agreements/ arrangements set out in Table no. A1 and Table nos. B1 to B6, respectively.

In addition to the transactions set out in the Tables below, approval of the members is also sought for any other transactions between the parties for transfer of resources, services and obligations in the ordinary course of business, on arm's length basis and in compliance with applicable laws, as approved by the Audit Committee. The values of such additional transactions are included in the values set out in each of the table below.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Details of the proposed transactions with related party(ies) of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

A1. Transactions with ITI Gold Loans Limited

Background, details, justification and benefits of the transaction(s):

The Investment Trust of India Limited (TITL), proposes to enter into certain operational and administrative transactions with its related party, ITI Gold Loans Limited (IGLL), in the ordinary course of business and on an arm's length basis, wherever applicable.

TITL has permitted IGLL to use a portion of its leasehold premises for carrying out its business operations. Accordingly, TITL recovers from IGLL the proportionate sub-lease rent together with the reimbursement of electricity and other utility expenses attributable to the area occupied and utilized by IGLL. Such cost recoveries are based on the actual usage and/or a reasonable allocation methodology, ensuring an equitable sharing of common infrastructure and operating costs.

Further, as both entities form part of the ITI Group, TITL has procured Corporate Group Insurance Policies covering employees across the Group. Accordingly, the proportionate insurance premium attributable to the employees of IGLL is recovered by TITL on a reimbursement basis. This centralized arrangement enables efficient administration of insurance policies, ensures uniform insurance coverage for employees across the Group, and facilitates cost optimization through economies of scale.

Furthermore, TITL provided corporate guarantee(s) in favour of lenders/financial institutions for IGLL to facilitate its borrowing requirements. It is decided to extend the guarantee till the maturity of the loan. The provision of such guarantee(s) is intended to support the financing needs of IGLL, enhance its creditworthiness, and enable it to secure financial facilities on competitive terms. The guarantee arrangement is expected to strengthen the financial and operational capabilities of IGLL, thereby supporting the overall business objectives and growth of the ITI Group. The Company believes that such support is commercially expedient, in the ordinary course of business (where applicable), and in the overall interest of the Company and its stakeholders.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Promoter Director & Chief Financial Officer of TITL confirming that the proposed RPT(s) are in the interest of TITL.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs with IGLL for an aggregate amount up to Rs. 5,023.09 Lakhs to be entered continued during FY2026-27 till next AGM. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A</td><td colspan="2">Details Of The Related Party And Transactions With The Related Party</td></tr>
<tr><td>A(1)</td><td colspan="2">Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>ITI Gold Loans Limited (IGLL)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>IGLL is incorporated in India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>IGLL is registered NBFC primarily engaged in the business of lending against gold as collateral.</td></tr>
<tr><td>A(2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td></td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>IGLL is an associate company of TITL.

TITL holds 14.34% of the equity share capital of IGLL through a direct shareholding and an additional 13.21% indirectly through its wholly owned subsidiary, ICrL.</td></tr>
<tr><td></td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>TITL hold 27.55% Shareholding in IGLL comprising a direct shareholding of 14.34% and an indirect shareholding of 13.21% through, ICrL.

IGLL does not hold any shares in TITL as on March 31, 2026.</td></tr>
<tr><td></td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td></td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).

Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations).

While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>None</td></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table>
<tr><th>Sn</th><th>Category</th><th>Amount (Rs. Lakhs) FY2025-26</th></tr>
<tr><td>1</td><td>Rent Charged</td><td>15.92</td></tr>
<tr><td>2</td><td>Reimbursement</td><td>22.39</td></tr>
<tr><td>3</td><td>Investment</td><td>2,700.00</td></tr>
<tr><td></td><td>TOTAL</td><td>2,738.31</td></tr>
</table></td></tr>
</table>

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (Rs. in Lakhs including GST).</td><td>21.08 Lakhs</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No Default</td></tr>
<tr><td>A(4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders (Rs. in Lakhs including GST).</td><td>5,023.09 Lakhs</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>YES</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>18%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>N.A.</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>N.A.</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td>
<table>
<tr><th>Category</th><th>Amount (Rs. in Lakhs) FY2025-26</th></tr>
<tr><td>Turnover</td><td>12,292.78</td></tr>
<tr><td>Profit After Tax</td><td>2,325.84</td></tr>
<tr><td>Net worth</td><td>25,891.87</td></tr>
<tr><td colspan="2">Explanations: The above information is given on standalone basis.</td></tr>
</table>
</td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The proposed transactions comprise of receipt of rent income, Inter Corporate deposits (Loans given and Received Back) thereof, receipt of interest, reimbursement of expenses, provision of corporate guarantees, and receipt of corporate guarantee charges.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>
<table>
<tr><th>Sn</th><th>Category</th><th>Amount (Rs. in Lakhs)</th></tr>
<tr><td>1)</td><td>Rent Income</td><td>50</td></tr>
<tr><td>2)</td><td>Rent Deposit</td><td>5</td></tr>
<tr><td>3)</td><td>Inter-corporate deposit (Loans Given)</td><td>150</td></tr>
<tr><td>4)</td><td>Inter-corporate deposit (Loans Received Back)</td><td>150</td></tr>
<tr><td>5)</td><td>Interest received</td><td>15</td></tr>
<tr><td>6)</td><td>Reimbursement of expenses</td><td>100</td></tr>
<tr><td>7)</td><td>Corporate Guarantee</td><td>4,500</td></tr>
<tr><td>7)</td><td>Corporate Guarantee Charges Received</td><td>53</td></tr>
<tr><td></td><td>TOTAL</td><td>5,023</td></tr>
</table>
</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY2026-27 and FY2027-28 (Upto AGM)</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Aggregate value of proposed transactions for FY2026-27 is Rs. 3,383.60 Lakhs and FY2027-28 is Rs. 1,639.40 Lakhs including GST.</td></tr>
</table>

S.No.	Particulars of the information	Information provided by the management
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	TITL has shared its leasehold premises with IGLL and accordingly recovers sub-lease rent, rent deposit and reimbursement of electricity expenses. Further, as part of the ITI Group, TITL has availed corporate group insurance policies and accordingly recovers the proportionate insurance expenses relating to the employees of IGLL. TITL may also provide temporary funds to IGLL in the form of inter-corporate deposits/demand loans, as and when required, to meet its short-term funding requirements. Such deployment of funds enables TITL to earn interest income and optimise the utilisation of its available funds. The repayment of such inter-corporate deposits/loans received back by TITL represents the return of funds so deployed. The proposed corporate guarantee is provided in the ordinSary course of supporting the funding requirements of IGLL, for which TITL receives corporate guarantee charges. Accordingly, the proposed Related Party Transactions are undertaken for genuine business requirements and are in the interest of the listed entity.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Chintan Vijay Valia is Non-Executive Director, Promoter of TITL. He holds 1 share in IGLL. Khyati Chintan Valia is Non-Executive Director of the TITL. She holds 1 share in IGLL. None of the directors or KMPs of TITL have any interest in the transaction, whether directly or indirectly.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Not Applicable
2.	Basis of determination of price.	Rent Charged based on the area allotted
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1.	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/housing finance companies.*	Owned fund
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.*	Not applicable
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. other details	

S.No.	Particulars of the information	Information provided by the management
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. **Note:** (1) This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies. (2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.	Not applicable
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	10%
5.	Maturity / due date	Demand Loan
6.	Repayment schedule & terms	Demand Loan
7.	Whether secured or unsecured?	Unsecured Loan
8.	If secured, the nature of security & security coverage ratio	Not applicable
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	General Business Purpose
B(4)	**Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.**	
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	Guarantee given for Working Capital Loan
	(b) Whether it will create a legally binding obligation on listed entity?	Yes
2.	Material covenants of the proposed transaction including:	
	(i) commission, if any to be received by the listed entity or its subsidiary;	1% Commission of Corporate Guarantee charged one time at the time of Initiation.
	(ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	By Disposing off mortgaged Assets/ Book Debts
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	TITL will have obligation of proposed Value of Corporate Guarantee. It will be treated as Contingent Liability of TITL Books of Account.
C	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
1.	Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*	IGLL - Crisil A-/Stable
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:**	No Default
	a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	No NPA
	b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;	No wilful defaulter
	c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No
	d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No
	Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	

S.No.	Particulars of the information	Information provided by the management
C(3)	**Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/ contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary**	
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party **Note:** a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	Not Applicable
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2025-26	company solvent and complied with going concern
	FY 2024-25	company solvent and complied with going concern
	FY 2023-24	company solvent and complied with going concern
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	TITL will have obligation of proposed Value of Corporate Guarantee. It will be treated as Contingent Liability of TITL Books of Account.
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:**	No Default during the last 3 Financial Year
	a. Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	Not Applicable
	b. Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;	Not Applicable
	c. Whether the related party is undergoing or facing an application for commencement of an insolvency resolution process or liquidation;	Not Applicable
	d. Whether the related party, not being a MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	Not Applicable
Point B(3), B(5) to B(7) and C(2), C(4) to C(6) not applicable		

B1. Transaction of ITI Credit Limited with ITI Finance Limited.

Background, details, justification and benefits of the transaction(s):

ITI Credit Limited ("ICrL") is a wholly owned subsidiary of TITL, and ITI Finance Limited ("IFL") is an associate company of TITL, in which TITL holds 25% of the equity share capital. Accordingly, both ICrL and IFL are related parties of TITL under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ICrL proposes to extend inter-corporate deposit(s) to IFL to support its business and funding requirements. In consideration thereof, ICrL proposes to receive interest from IFL on such inter-corporate deposit(s) in accordance with the agreed commercial terms.

As the transaction is between the wholly owned subsidiary and an associate company of TITL, the same constitutes a related party transaction of the listed entity under the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The proposed transactions are commercially prudent, undertaken on arm's length/commercially agreed terms, and are expected to promote operational and financial efficiencies within the Group. Therefore, the proposed related party transactions are in the best interests of TITL and its stakeholders.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Promoter Director & Chief Financial Officer of TITL confirming that the proposed RPT(s) are in the interest of TITL.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs between ICrL and IFL for an aggregate amount up to Rs. 1,21,800 Lakhs to be entered continued during FY2026-27 till next AGM. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

Further, as per the review process carried out by the Company, IFL enjoys sound financial health and there have been no audit qualifications reported by the statutory auditors of IFL as per the latest audited financial statements of IFL available.

Details of the proposed transactions between ITI Credit Limited and ITI Finance Limited being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A(1)</td><td colspan="2">Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>ITI Credit Limited (ICrL) and ITI Finance Limited (IFL)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>ICrL and IFL is incorporated in the India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>ICrL is primarily engaged in the business of financing, nano entrepreneurship loan, lending to SMEs and corporate lending against security of shares, stocks, bonds, debentures or other similar instruments on short, medium and long term basis.

IFL is primarily engaged in the business of finance against security of vehicles on short, medium and long term basis, Equipment finance and loans against properties.</td></tr>
<tr><td>A(2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>ICrL is a wholly owned subsidiary of TITL.

IFL is an associate company of TITL. TITL holds 25% of the equity share capital of IFL, representing a direct shareholding.

Consequently, both ICrL and IFL are related parties of TITL.</td></tr>
<tr><td>2.</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>TITL hold 100% shareholding in ICrL.

TITL hold 25% shareholding in IFL.

ICrL does not hold shares in IFL and vice-versa.</td></tr>
<tr><td>3.</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).

Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations).

While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>None</td></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>Category</th><th>Amount (Rs. in Lakhs) FY2025-26</th></tr><tr><td>Inter-Corporate Deposit (Loan given)</td><td>17,480.50</td></tr><tr><td>Inter-Corporate Deposit (Loan received back)</td><td>19,530.50</td></tr><tr><td>Interest Received</td><td>63.56</td></tr><tr><td>TOTAL</td><td>37,074.56</td></tr></table></td></tr>
</table>

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (Rs. In Lakhs including GST).</td><td>7,402.11 Lakhs</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No Default</td></tr>
<tr><td>A(4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders (Rs. in Lakhs including GST).</td><td>1,21,800 Lakhs</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>YES</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>428%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>4947%</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>244%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td>
<table>
<tr><th>Particulars</th><th>Amount (Rs. in Lakhs) for FY2025-26</th></tr>
<tr><td>Turnover</td><td>49,893.44</td></tr>
<tr><td>Profit After Tax</td><td>5,504.24</td></tr>
<tr><td>Net worth</td><td>1,24,172.66</td></tr>
<tr><td colspan="2">Explanations: The above information is given on standalone basis.</td></tr>
</table>
</td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The proposed transactions comprise Inter corporate deposit (Loans given and Received Back), receipt of interest and transactions pursuant to the Scheme of Arrangement.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>
<table>
<tr><th>SN</th><th>Category</th><th>Amount (Rs. In Lakhs)</th></tr>
<tr><td>1</td><td>Inter-corporate deposit (Loans Given)</td><td>60,000</td></tr>
<tr><td>2</td><td>Inter-corporate deposit (Loans Received Back)</td><td>60,000</td></tr>
<tr><td>3</td><td>Interest received</td><td>1,500</td></tr>
<tr><td>4</td><td>Scheme of Arrangement</td><td>300</td></tr>
<tr><td></td><td>TOTAL</td><td>1,21,800</td></tr>
</table>
</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY2026-27 and FY2027-28 (Upto AGM)</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Aggregate value of proposed transactions for FY2026-27 is Rs. 81,300 Lakhs and FY2027-28 is Rs. 40,500 Lakhs including GST.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The proposed Related Party Transactions are undertaken in the ordinary course of business considering the funding and liquidity requirements of the entities within the ITI Group, both of which are engaged in the NBFC business.</td></tr>
</table>

S.No.	Particulars of the information	Information provided by the management
		The Inter-Corporate Deposits/Loans will facilitate efficient deployment of funds while enabling the lending entity to earn interest income. The maximum outstanding amount of such Inter-Corporate Deposits/Loans shall not exceed Rs. 100 crore on any day. The repayment represents the return of funds deployed. Further, the proposed transaction relating to the Scheme of Arrangement is intended to facilitate the proposed restructuring/reorganisation of the relevant entities. Accordingly, the proposed RPTs are undertaken for genuine business purposes and are in the interest of the Listed Entity and its stakeholders.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	Chintan Vijay Valia is Non-Executive Director and Promoter of TITL. He is also the Non- Executive Director on the Board ICrL and Managing Director in IFL. Manickam Subbiah is the Chief Financial Officer of TITL and ICrL. Vidhita Narkar is Company Secretary of TITL and ICrL. They hold this position in professional Capacity. None of the directors or KMPs of TITL have any interest in the transaction, whether directly or indirectly.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1.	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/housing finance companies.*	Owned fund
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.* a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. other details	No Financial Indebtedness incurred
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	10%
5.	Maturity / due date	Demand Loan
6.	Repayment schedule & terms	Demand Loan
7.	Whether secured or unsecured?	Unsecured Loan

<table>
<tr><th>S.No.</th><th colspan="2">Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>8.</td><td colspan="2">If secured, the nature of security & security coverage ratio</td><td>Not Applicable</td></tr>
<tr><td>9.</td><td colspan="2">The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.</td><td>General Business Purpose</td></tr>
<tr><td>B(6)</td><td colspan="3">Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate</td></tr>
<tr><td>1.</td><td colspan="2">Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity.</td><td>Owned fund</td></tr>
<tr><td>2.</td><td colspan="2">Basis of determination of price.</td><td>Based on the valuation report</td></tr>
<tr><td>3.</td><td colspan="2">Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.</td><td>IFL, an associate company engaged in the same line of business, has a well-established recovery infrastructure and strong capabilities for handling recovery of delinquent accounts and related portfolios.</td></tr>
<tr><td>4.</td><td colspan="2">Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:</td><td>The assets pertaining to this business undertaking are in the nature of Non-Performing Assets (NPAs) and no significant revenue has been generated from these assets during the last three financial years:
<table>
<tr><th></th><th>FY2025-26</th><th>FY2024-25</th><th>FY2023-24</th></tr>
<tr><td>Turnover</td><td>3.1</td><td>4.23</td><td>7.58</td></tr>
<tr><td>Net Worth*</td><td>5,190.78</td><td>5,214.54</td><td>5,239.11</td></tr>
<tr><td>Net Profit</td><td>(23.76)</td><td>(24.57)</td><td>(18.53)</td></tr>
<tr><td colspan="4">*Note: Net Worth includes the paid-up capital of the subsidiary.</td></tr>
</table></td></tr>
<tr><td>5.</td><td colspan="2">Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking:</td><td></td></tr>
<tr><td></td><td>a.</td><td>Expected impact on turnover</td><td>No impact on turnover</td></tr>
<tr><td></td><td>b.</td><td>Expected impact on net worth</td><td>No impact net worth</td></tr>
<tr><td></td><td>c.</td><td>Expected impact on net profits</td><td>No impact on net profits</td></tr>
<tr><td>C</td><td colspan="3">Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken is a material RPT and is in addition to Part A and B</td></tr>
<tr><td>C(1)</td><td colspan="3">Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary</td></tr>
<tr><td>1.</td><td colspan="2">Latest credit rating of the related party
Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</td><td>IFL - Crisil A-/Stable
ICrL - No Credit Rating</td></tr>
<tr><td>2.</td><td colspan="2">Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.
Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.
In addition, state the following:</td><td>No Default on Borrowing</td></tr>
<tr><td></td><td>e)</td><td>Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</td><td>No NPA</td></tr>
<tr><td></td><td>f)</td><td>Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;</td><td>No wilful defaulter</td></tr>
<tr><td></td><td>g)</td><td>Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</td><td>No</td></tr>
<tr><td></td><td>h)</td><td>Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</td><td>No</td></tr>
<tr><td></td><td colspan="2">Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</td><td></td></tr>
</table>

S.No.	Particulars of the information	Information provided by the management
C(5)	**Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate**	
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	No with respect to the subsidiary ICrL
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	Yes at consideration by way of issue of securities Share exchange ratio will be for every 452 shares held in ICrL on the record date; The equity shareholders of ICrL shall be issued 1 equity share of face value of Rs.10/- each credited as fully paid -up in IFL.
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	No
4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	No
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	No
Point B(1), B(3) to B(5), B(7) and C(2) to C(4), C(6) not applicable		

B2. Transaction of ITI Credit Limited with ITI Gold Loans Limited.

Background, details, justification and benefits of the transaction(s):

ITI Credit Limited ("ICrL") is a wholly owned subsidiary of The Investment Trust of India Limited ("TITL"). Whereas IGLL is an associate of TITL. TITL holds an aggregate equity stake of 27.55% in IGLL, comprising a direct shareholding of 14.34% and an indirect shareholding of 13.21% through its wholly owned subsidiary, ICrL. Accordingly, both ICrL and IGLL are related parties of TITL under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, ICrL holds equity shares in IGLL, whereas IGLL does not hold any equity shares in ICrL.

ICrL proposes to extend inter-corporate deposit(s) to IGLL to support its business and funding requirements. In consideration thereof, ICrL receives/proposes to receive interest from IGLL on such inter-corporate deposit(s) in accordance with the agreed commercial terms. The inter-corporate deposit arrangement facilitates efficient deployment of funds within the Group while enabling IGLL to meet its operational and financial requirements in a timely and cost-effective manner. The receipt of interest provides an appropriate commercial return on the funds deployed by ICrL and contributes to efficient treasury management and optimal utilization of financial resources within the Group.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Promoter Director & Chief Financial Officer of TITL confirming that the proposed RPT(s) are in the interest of TITL.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs between ICrL and IGLL for an aggregate amount up to Rs. 2,19,000 Lakhs to be entered continued during FY2026-27 till next AGM. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

Details of the proposed transactions between ITI Credit Limited and ITI Gold Loans Limited being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

Sr No	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A(1)	**Basic details of the related party**	
1.	Name of the related party	ITI Credit Limited **(ICrL)** with ITI Gold Loans Limited **(IGLL)**
2.	Country of incorporation of the related party	ICrL and IGLL is incorporated in the India
3.	Nature of business of the related party	ICrL is primarily engaged in the business of financing, nano entrepreneurship loan, lending to SMEs and corporate lending against security of shares, stocks, bonds, debentures or other similar instruments on short, medium and long term basis. IGLL is primarily engaged in the business of lending against gold as collateral.

<table>
<tr><th>Sr No</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A(2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>ICrL is a wholly owned subsidiary of TITL.

IGLL is an associate company of TITL. The Company holds 14.34% of the equity share capital of IGLL through a direct shareholding and an additional 13.21% indirectly through its wholly owned subsidiary, ICrL.

Accordingly, both ICrL and IGLL are related parties of TITL.</td></tr>
<tr><td>2</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>TITL hold 100% shareholding in ICrL.

TITL holds an aggregate 27.55% stake in IGLL, comprising a direct shareholding of 14.34% and an indirect shareholding of 13.21% through, ICrL.

ICrL holds shares in IGLL, whereas IFL does not hold any equity shares in ICrL.</td></tr>
<tr><td>3</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td>4</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).

Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations).

While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>None</td></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>SN</th><th>Category</th><th>Amount (Rs. In Lakhs) FY2025-26</th></tr><tr><td>1</td><td>Inter-Corporate Deposit (Loan Given)</td><td>56,735</td></tr><tr><td>2</td><td>Inter-Corporate Deposit (Loan Received Back)</td><td>55,735</td></tr><tr><td>3</td><td>Interest Received</td><td>172</td></tr><tr><td></td><td>TOTAL</td><td>1,12,642</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (Rs. In Lakhs including GST).</td><td>28,089.62 Lakhs</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No defaults</td></tr>
<tr><td>A(4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders (Rs. in Lakhs including GST).</td><td>2,19,000 Lakhs</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>YES</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>770%</td></tr>
</table>

Sr No	Particulars of the information	Information provided by the management
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).	8894%
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	1782%
6.	Financial performance of the related party for the immediately preceding financial year:	**Particulars** / **Amount (Rs. In Lakhs) for FY2025-26** Turnover: 12,292.78 Profit After Tax: 2,325.84 Net worth: 25,891.87 **Explanations:** The above information is given on standalone basis.
A(5)	**Basic details of the proposed transaction**	
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	The proposed transactions comprise Inter corporate deposit (Loans given and Received Back), receipt of interest and investment in equity shares.
2.	Details of each type of the proposed transaction	**Sn** / **Category** / **Amount (Rs. in Lakhs)** 1. Inter-corporate deposit (Loans Given): 1,05,000 2. Inter-corporate deposit (Loans Received Back): 1,05,000 3. Interest Received: 1,500 4. Equity Shares: 7,500 **Total**: **2,19,000**
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY2026-27 and FY2027-28 (Upto AGM)
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 1,46,000 Lakhs and FY2027-28 is Rs. 73,000 Lakhs Lakhs including GST.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed Related Party Transactions are undertaken in the ordinary course of business considering the funding and liquidity and capital requirements of the entities within the ITI Group, both of which are engaged in the NBFC business. The Inter-Corporate Deposits/Loans will facilitate efficient deployment of funds while enabling the lending entity to earn interest income. The maximum outstanding amount of such Inter-Corporate Deposits/Loans shall not exceed Rs. 100 crores on any day. The repayment represents the return of funds deployed. The proposed investment in Equity Shares is intended to support the capital and business requirements of the investee entity and strengthen the Group's overall business objectives.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	Chintan Vijay Valia is Non-Executive Director and Promoter of TITL. He is also Non-Executive on the Board of ICrL and hold one Share in IGLL. Khyati Chintan Valia is Non-Executive Director of TITL. She holds 1 share in IGLL. Manickam Subbiah is the Chief Financial Officer of TITL and ICrL. Vidhita Narkar is the Company Secretary of TITL and ICrL. They hold this position in professional Capacity. None of the directors of KMPs of TITL have any interest in the transaction, whether directly or indirectly.

Sr No	Particulars of the information	Information provided by the management
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1.	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/housing finance companies.*	Owned fund
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.*	No Financial Indebtedness incurred.
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	10%
5.	Maturity / due date	Demand Loan
6.	Repayment schedule & terms	Demand Loan
7.	Whether secured or unsecured?	Unsecured Loan
8.	If secured, the nature of security & security coverage ratio	Not Applicable
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	General Business Purpose
B(3)	**Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary**	
1.	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.*	Owned fund
2.	Where any financial indebtedness is incurred to make investment, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs / insurance companies/housing finance companies.*	No financial indebtedness is incurred to make investment
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. other details	
3.	Purpose for which funds shall be utilized by the investee company.	General Business purpose
4.	Material terms of the proposed transaction	Equity infusion in IGLL, if and when required , towards meeting its capital requirement.

Sr No	Particulars of the information		Information provided by the management
C	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken is a material RPT and is in addition to Part A and B**		
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**		
1.	Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*		IGLL - Crisil A-/Stable ICrL - No Credit Rating Available
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:**		No default on Borrowing
	a)	Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	No NPA
	b)	Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;	No wilful defaulter
	c)	Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No
	d)	Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No
	Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.		
C(2)	**Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary**		
1.	Latest credit rating of the related party *Note:*		IGLL - Crisil A-/Stable ICrL - No Credit Rating Available
	a.	Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.	
	b.	This shall be applicable in case of investment in debt securities.	
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.		Not Applicable
Point B(1), B(4) to B(7) and C(3) to C(6) not applicable			

B3. Transaction of ITI Credit Limited with ITI Housing Finance Limited.

Background, details, justification and benefits of the transaction(s):

ITI Credit Limited ("ICrL") is a wholly owned subsidiary of The Investment Trust of India Limited ("TITL"), while IHFL is a Promoter Group company of TITL. TITL holds 100% of the equity share capital of ICrL and does not hold any equity shares in IHFL. Further, ICrL and IHFL do not hold any equity shares in each other.

ICrL and IHFL propose to enter into transactions relating to inter-corporate deposits, receipt of interest thereon, and direct assignment of financial assets in the ordinary course of business. The inter-corporate deposit arrangement enables efficient deployment and management of funds, while the interest received/paid represents consideration for the use of such funds on commercially agreed terms. The direct assignment of financial assets facilitates efficient portfolio management, enhances liquidity, optimizes capital deployment, and supports the business and funding requirements of the respective entities.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Promoter Director & Chief Financial Officer of TITL confirming that the proposed RPT(s) are in the interest of TITL.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs between ICrL and IHFL for an aggregate amount up to Rs. 2,34,00 Lakhs to be entered continued during FY2026-27 till next AGM. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

Details of the proposed transactions between ITI Credit Limited and ITI Housing Finance Limited being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A(1)</td><td colspan="2">Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>ITI Credit Limited (ICrL) and ITI Housing Finance Limited (IHFL)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>ICrL and IHFL is incorporated in India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>ICrL is Registered NBFC primarily engaged in the Micro Finance Loan.

IHFL is Registered NBFC engaged in Housing Finance.</td></tr>
<tr><td>A(2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>ICrL is a wholly owned subsidiary of TITL.

IHFL is a Promoter Group Company of TITL.

ICrL does not hold shares in IHFL and vice-versa.</td></tr>
<tr><td>2.</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>TITL hold 100% shareholding in ICrL.

TITL does not hold shares in IHFL.

ICrL does not hold shares in IHFL and vice-versa.</td></tr>
<tr><td>3.</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).

Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations).

While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>None</td></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>SN</th><th>Category</th><th>Amount (Rs. In Lakhs) FY2025-26</th></tr><tr><td>1</td><td>Purchase of Loan Book - Direct assignment</td><td>3,014.44</td></tr><tr><td></td><td>TOTAL</td><td>3,014.44</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (Rs. In Lakhs including GST).</td><td>0</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No Default</td></tr>
<tr><td>A(4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders (Rs. in Lakhs including GST).</td><td>2,34,000 Lakhs</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>YES</td></tr>
</table>

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>822%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>9504%</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>2092%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table>
<tr><th>Particulars</th><th>Amount (Rs. In Lakhs) for FY2025-26</th></tr>
<tr><td>Turnover</td><td>11,186.68</td></tr>
<tr><td>Profit After Tax</td><td>1,305.41</td></tr>
<tr><td>Net Worth</td><td>22,446.51</td></tr>
<tr><td colspan="2">Explanations: The above information is given on standalone basis.</td></tr>
</table></td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The proposed transactions comprise Inter corporate deposit (Loans given and Received Back), receipt of interest and transactions relating to Direct Assignment of loan receivables.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td><table>
<tr><th>Category</th><th>Amount (Rs. In Lakhs)</th></tr>
<tr><td>Inter-corporate deposit (Loans Given)</td><td>1,05,000</td></tr>
<tr><td>Inter-corporate deposit (Loans Received Back)</td><td>1,05,000</td></tr>
<tr><td>Interest received</td><td>1,500</td></tr>
<tr><td>Direct Assignment</td><td>22,500</td></tr>
<tr><td>TOTAL</td><td>2,34,000</td></tr>
</table></td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY2026-27 and FY2027-28 (Upto AGM)</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Aggregate value of proposed transactions for FY2026-27 is Rs. 1,56,000 Lakhs and FY2027-28 is Rs. 77,700 Lakhs including GST.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The proposed Related Party Transactions are undertaken in the ordinary course of business considering the funding and liquidity requirements of the ICrL and the IHFL, both of which are engaged in NBFC business. The Inter-Corporate Deposits/Loans will facilitate efficient deployment of funds while enabling the lending entity to earn interest income, with the maximum outstanding amount of such Inter-Corporate Deposits/Loans not exceeding Rs. 25 crore on any day. The repayment represents the return of funds deployed. The proposed Direct Assignment transaction is undertaken as part of the entities' normal financing activities and facilitates efficient management of their loan assets and funding requirements. Accordingly, the proposed RPTs are undertaken for genuine business purposes, facilitate efficient utilisation of funds and resources, and are in the interest of the Listed Entity and its stakeholders.</td></tr>
</table>

S.No.	Particulars of the information	Information provided by the management
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. **Explanation:** Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	Chintan Vijay Valia is Non-Executive Director and Promoter of TITL. He is also the Non-Executive Director on the Board of ICrL. Khyati Chintan Valia is the Non-Executive Director of TITL and hold 9.08% of Equity Shares Capital in IHFL Manickam Subbiah is the Chief Financial Officer of both TITL and ICrL. Vidhita Narkar is Company Secretary of the TITL and ICrL. They hold this position in professional Capacity. Except stated above none of the directors of KMPs of TITL have any interest in the transaction, whether directly or indirectly.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1.	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/housing finance companies.*	Owned fund
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.* a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. other details	No Financial Indebtedness incurred
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	10%
5.	Maturity / due date	Demand Loan
6.	Repayment schedule & terms	Demand Loan
7.	Whether secured or unsecured?	Unsecured Loan
8.	If secured, the nature of security & security coverage ratio	Not Applicable
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	General Business Purpose

S.No.	Particulars of the information		Information provided by the management
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a Material RPT and is in addition to Part A and B**		
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**		
1.	Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*		No Credit Rating
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:**		No Default
	a)	Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	No NPA
	b)	Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;	No wilful defaulter
	c)	Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No
	d)	Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No
	Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.		
Point B(1), B(3) to B(7) and C(2) to C(6) not applicable			

B4. Antique Stock Broking Limited and Lakshdeep Investments and Finance Private Limited

Background, details, justification and benefits of the transaction(s):

Antique Stockbroking Limited (ASBL) is a wholly owned subsidiary of The Investment Trust of India Limited ("TITL"), and Lakshdeep Investments and Finance Private Limited ("LI&FPL") is a related party of TITL under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. TITL holds 100% of the equity share capital of ASBL, and ASBL and LI&FPL do not hold any equity shares in each other.

ASBL proposes to provide corporate guarantee(s) in favour of lenders or financial institutions on behalf of LI&FPL to facilitate its borrowing requirements. In consideration of the corporate guarantee provided, LI&FPL has proposes to pay corporate guarantee charges to ASBL on mutually agreed commercial terms.The provision of the corporate guarantee is intended to enhance the creditworthiness of LI&FPL, enable it to obtain financial facilities on competitive terms, and support its business and operational requirements. The guarantee charges received by ASBL represent appropriate consideration for the credit support extended and ensure that the transaction is commercially justified. The proposed transactions facilitate efficient financial management within the Group, strengthen the financial position of the entities, and support their business growth while ensuring optimal utilization of financial resources.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Promoter Director & Chief Financial Officer of TITL confirming that the proposed RPT(s) are in the interest of TITL.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs between ASBL and LI&FPL for an aggregate amount up to Rs. 91,602 Lakhs to be entered continued during FY2026-27 till next AGM. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

Details of the proposed transactions between Antique Stock Broking Limited and Lakshdeep Investments and Finance Private Limited being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A(1)</td><td colspan="2">Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>Antique Stock Broking Limited (ASBL) and Lakshdeep Investments and Finance Private Limited (LI&FPL)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>ASBL and LI&FPL is incorporated in the India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>ASBL is SEBI registered Stock Broker.
LI&FPL is a Non- Banking Financial Company</td></tr>
<tr><td>A(2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>ASBL is a wholly owned subsidiary of TITL.
LI&FPL is a related party of TITL.</td></tr>
<tr><td>2.</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>TITL hold 100% shareholding in ASBL.
ASBL does not hold shares in LI&FPL and vice-versa.</td></tr>
<tr><td>3.</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).
Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations).
While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>None</td></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table>
<tr><th>SN</th><th>Category</th><th>Amount (Rs. In Lakhs) FY2025-26</th></tr>
<tr><td>1.</td><td>Corporate Guarantee Received</td><td>30,000</td></tr>
<tr><td>2.</td><td>Corporate Guarantee Charges Paid</td><td>300</td></tr>
<tr><td></td><td>TOTAL</td><td>30,300</td></tr>
</table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (Rs. In Lakhs including GST).</td><td>0</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No Default</td></tr>
<tr><td>A(4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders (Rs. In Lakhs including GST).</td><td>91,062 Lakhs</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>YES</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>320%</td></tr>
</table>

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>919%</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>524%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table>
<tr><th>Particulars</th><th>Amount
(Rs. In Lakhs)
FY2025-26</th></tr>
<tr><td>Turnover</td><td>17,377.00</td></tr>
<tr><td>Profit After Tax</td><td>11,534.00</td></tr>
<tr><td>Net Worth</td><td>6,46,579.00</td></tr>
<tr><td colspan="2">Explanations: The Above Information Is Given On Standalone Basis.</td></tr>
</table></td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The proposed transactions comprise of receive corporate guarantee and payment of corporate guarantee charges.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td><table>
<tr><th>SN</th><th>Category</th><th>Amount
(Rs. In Lakhs)
FY2025-26</th></tr>
<tr><td>1.</td><td>Corporate Guarantee</td><td>90,000</td></tr>
<tr><td>2.</td><td>Corporate Guarantee Charges Paid</td><td>1,062</td></tr>
<tr><td></td><td>TOTAL</td><td>91,062</td></tr>
</table></td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY2026-27 and FY2027-28 (Upto AGM)</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Aggregate value of proposed transactions for FY2026-27 is Rs. 60,708 Lakhs and FY2027-28 is Rs. 30,354 Lakhs including GST.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The proposed Related Party Transactions are undertaken in the ordinary course of business to facilitate the funding and credit requirements of the ASBL. The Corporate Guarantee to be provided by the LI&FPLwill enable the ASBL to avail credit facilities and support its business and operational requirements. The Corporate Guarantee Charges paid by the ASBL represent consideration for the guarantee facility provided by the LI&FPL. Accordingly, the proposed RPTs are undertaken for genuine business purposes, facilitate the funding requirements of the ASBL and are in the interest of the Listed Entity and its stakeholders.</td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

Explanation: Indirect interest shall mean interest held through any person over which an individual has control.
a. Name of the director / KMP
b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party</td><td>Khyati Chintan Valia is the Non-Executive Director of TITL and hold 9.96% of Equity Shares Capital in LI&FPL.

Except as stated above, none of the Directors or Key Managerial Personnel (KMP) of TITL has any interest or concern, whether direct or indirect, in the proposed transaction.</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicable</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.</td></tr>
<tr><td colspan="3">Point B(1) to B(7) and C(1) to C(6) not applicable</td></tr>
</table>

B5. Transaction of ITI Capital Limited with ITI Gold Loans Limited.

Background, details, justification and benefits of the transaction(s):

ITI Capital Limited ("ICL") is a wholly owned subsidiary of The Investment Trust of India Limited (TITL). ITI Gold Loans Limited (IGLL) is an associate company of TITL, in which TITL holds an aggregate equity stake of 27.55%, comprising a direct shareholding of 14.34% and an indirect shareholding of 13.21% through its wholly owned subsidiary, ICL. Accordingly, both ICL and IGLL are related parties of TITL under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ICL and IGLL propose to enter into transactions relating to inter-corporate deposits, pursuant to which ICL may place funds with, or provide inter-corporate deposits to, IGLL on mutually agreed commercial terms. In consideration of such deposits, ICL receives/proposes to receive interest from IGLL in accordance with the agreed terms. The proposed inter-corporate deposit arrangement enables efficient deployment of surplus funds within the Group while supporting the funding and liquidity requirements of IGLL. The receipt of interest ensures an appropriate commercial return on the funds deployed by ICL, facilitates effective treasury management, and optimizes the utilization of financial resources across the Group. Accordingly, the proposed related party transactions are in the best interests of TITL and its stakeholders.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Promoter Director & Chief Financial Officer of TITL confirming that the proposed RPT(s) are in the interest of TITL.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs between ICL and IGLL for an aggregate amount up to Rs. 60,450 Lakhs to be entered continued during FY2026-27 till next AGM. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

Details of the proposed transactions between ITI Capital Limited with ITI Gold Loans Limited being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

S.No.	Particulars of the information	Information provided by the management
A	**Details of the related party and transactions with the related party**	
A(1)	**Basic details of the related party**	
1.	Name of the related party	ITI Capital Limited **(ICL)** and ITI Gold Loans Limited **(IGLL)**
2.	Country of incorporation of the related party	ICL and IGLL is Incorporated in India
3.	Nature of business of the related party	ICL is registered with Securities & Exchange Board of India as Category 1 Merchant Banker. The Companies main focus is in Investment and Corporate advisory services. IGLL is registered NBFC engaged in business of Gold Loans
A(2)	Relationship and ownership of the related party	
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	ICL is a wholly owned subsidiary of TITL. IGLL is an associate company of TITL. TITL holds 14.34% of the equity share capital of IGLL through a direct shareholding and an additional 13.21% indirectly through its wholly owned subsidiary, ICL. Accordingly, both ICL and IGLL are related parties of TITL.
2.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	TITL hold 100% shareholding in ICL. TITL holds an aggregate 27.55% stake in IGLL, comprising a direct shareholding of 14.34% and an indirect shareholding of 13.21% through, ICL. ICL holds shares in IGLL, whereas IFL does not hold any equity shares in ICL.
3.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
4.	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations). While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None

<table>
<tr><th>S.No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>
<table>
<tr><th>SN</th><th>Category</th><th>Amount (Rs. In Lakhs) FY2025-26</th></tr>
<tr><td>1.</td><td>Inter-Corporate Deposit (Loan given)</td><td>2,190.00</td></tr>
<tr><td>2.</td><td>Inter-Corporate Deposit (Loan received back)</td><td>1,937.00</td></tr>
<tr><td>3.</td><td>Interest received</td><td>310.95</td></tr>
<tr><td></td><td>TOTAL</td><td>4,437.95</td></tr>
</table>
</td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (Rs. In Lakhs including GST).</td><td>173.77 Lakhs</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No Default</td></tr>
<tr><td>A(4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders (Rs. In Lakhs including GST).</td><td>60,450 Lakhs</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>YES</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>212%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>3442%</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>492%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td>
<table>
<tr><th>Particulars</th><th>Amount (Rs. In Lakhs) FY2025-26</th></tr>
<tr><td>Turnover</td><td>12,292.78</td></tr>
<tr><td>Profit After Tax</td><td>2,325.84</td></tr>
<tr><td>Net worth</td><td>25,891.87</td></tr>
<tr><td colspan="2">Explanations: The above information is given on standalone basis.</td></tr>
</table>
</td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The proposed transactions comprise Inter corporate deposit (Loans given and Received Back) and receipt of interest.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>
<table>
<tr><th>SN</th><th>Category</th><th>Amount (Rs. In Lakhs) FY2025-26</th></tr>
<tr><td>1.</td><td>Inter-corporate deposit (Loans Given)</td><td>30,000</td></tr>
<tr><td>2.</td><td>Inter-corporate deposit (Loans Received Back)</td><td>30,000</td></tr>
<tr><td>3.</td><td>Interest received</td><td>450</td></tr>
<tr><td></td><td>TOTAL</td><td>60,450</td></tr>
</table>
</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY2026-27 and FY2027-28 (Upto AGM)</td></tr>
</table>

S.No.	Particulars of the information	Information provided by the management
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 40,300 Lakhs and FY2027-28 is Rs. 20,150 Lakhs including GST.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed Related Party Transactions are undertaken in the ordinary course of business, wherein the ICL, proposes to provide Inter-Corporate Deposits/Loans to the IGLL, which is engaged in the NBFC business, to meet its funding and liquidity requirements. The proposed deployment of funds will enable the ICL to earn interest income and optimise utilisation of its available funds, with the maximum outstanding amount of such Inter-Corporate Deposits/Loans not exceeding Rs. 50 crores on any day. The repayment represents the return of funds deployed. Accordingly, the proposed RPTs are undertaken for genuine business purposes, facilitate efficient utilisation of funds and are in the interest of the Listed Entity and its stakeholders.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. **Explanation:** Indirect interest shall mean interest held through any person over which an individual has control.	Chintan Vijay Valia is Non-Executive Director and Promoter of TITL. He holds 1 share in IGLL. Khyati Chintan Valia is Non-Executive Director of the TITL. She holds 1 share in IGLL. Except stated above none of the directors of KMPs of TITL have any interest in the transaction, whether directly or indirectly.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B(2)	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary**	
1.	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/housing finance companies.*	Owned fund
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.*	No Financial Indebtedness incurred
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	10%
5.	Maturity / due date	Demand Loan
6.	Repayment schedule & terms	Demand Loan

S.No.	Particulars of the information	Information provided by the management
7.	Whether secured or unsecured?	Unsecured Loan
8.	If secured, the nature of security & security coverage ratio	Not Applicable
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	General Business Purpose
C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a Material RPT and is in addition to Part A and B**	
C(1)	**Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary**	
1.	Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*	IGLL - Crisil A-/Stable ICL - No Credit Rating
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:**	No Default
	a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	No NPA
	b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting;	No wilful defaulter
	c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No
	d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No
	Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	
Point B(1), B(3) to B(7) and C(2) to C(6) not applicable		

B6. ITI Securities Broking Limited and Lakshdeep Investments and Finance Private Limited

Background, details, justification and benefits of the transaction(s):

ITI Securities Broking Limited ("ITISBL") is a wholly owned subsidiary of The Investment Trust of India Limited ("TITL"), and LI&FPL is a related party of TITL under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. TITL holds 100% equity share capital of ITISBL and does not hold any equity shares in LI&FPL. Further, ITISBL and LI&FPL do not hold any equity shares in each other.

ITI Securities Broking Limited ("ITISBL") proposes to provide corporate guarantee(s) in favour of banks, lenders and/or financial institutions for and on behalf of LI&FPL to support its borrowing and financing requirements. In consideration of such corporate guarantee(s), LI&FPL proposes to pay corporate guarantee charges to ITISBL on commercially agreed terms.

The proposed corporate guarantee arrangement is expected to strengthen the credit profile of LI&FPL, facilitate access to financial facilities on favourable terms, and support its business operations and growth plans. The corporate guarantee charges payable to ITISBL constitute appropriate compensation for the financial support and credit enhancement provided, thereby ensuring that the arrangement is commercially reasonable. The proposed transactions are expected to promote efficient financial and treasury management within the Group, optimize the utilization of financial resources, and contribute to the overall operational and financial efficiency of the entities.

The Management of the Company has placed before the Audit Committee all relevant details relating to the proposed Related Party Transactions ("RPTs"), as required under the applicable regulatory framework, including the rationale, material terms, pricing methodology and justification demonstrating that the proposed RPTs are in the interest of the Company. The Audit Committee has reviewed and taken note of the certificate submitted by Promoter Director & Chief Financial Officer of TITL confirming that the proposed RPTs are in the interest of TITL.

After considering the details of the proposed RPTs submitted by the Management, the Audit Committee has approved the proposed RPTs between ITISBL and LI&FPL for an aggregate value of up to Rs. 7,588.50 Lakhs to be entered into and/or continued during FY2026-27 up to the date of the next Annual General Meeting. The Audit Committee has further noted that the proposed transactions will be undertaken on an arm's length basis and in the ordinary course of business.

Details of the proposed transactions between ITI Securities Broking Limited and Lakshdeep Investments and Finance Private Limited being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

<table>
<tr><th>SN</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A(1)</td><td colspan="2">Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>ITI Securities Broking Limited (ISBL) and Lakshdeep Investments and Finance Private Limited (LI&FPL)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>ISBL and LI&FPL are incorporated in India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>ISBL is engaged in business of retail broking
LI&FPL is Non- Baking Financial Company</td></tr>
<tr><td>A(2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>ISBL is a wholly owned subsidiary of TITL
LI&FPL is related party to TITL.</td></tr>
<tr><td>2.</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>TITL hold 100% shareholding in ISBL.
TITL does not hold any shares in LI&FPL
ISBL does not hold shares in LI&FPL and vice-versa.</td></tr>
<tr><td>3.</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable</td></tr>
<tr><td>4.</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).
Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations).
While calculating indirect shareholding, shareholding held by relatives shall also be considered.</td><td>None</td></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>SN</th><th>Category</th><th>Amount (Rs. In Lakhs) FY2025-26</th></tr><tr><td>1.</td><td>Corporate Guarantee Received</td><td>2,500</td></tr><tr><td>2.</td><td>Corporate Guarantee Charges Paid</td><td>25</td></tr><tr><td></td><td>TOTAL</td><td>2,525</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (Rs. In Lakhs including GST).</td><td>6.25 Lakhs</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No Default</td></tr>
<tr><td>A(4)</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders (Rs. In Lakhs including GST).</td><td>7,588.50 Lakhs</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>YES</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>27%</td></tr>
</table>

<table>
<tr><th>SN</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>240%</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>44%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table>
<tr><th>Particulars</th><th>Amount
(Rs. In Lakhs)
FY2025-26</th></tr>
<tr><td>Turnover</td><td>17,377.00</td></tr>
<tr><td>Profit After Tax</td><td>11,534.00</td></tr>
<tr><td>Net worth</td><td>6,46,579.00</td></tr>
<tr><td colspan="2">Explanations: The above information is given on standalone basis.</td></tr>
</table></td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The proposed transactions comprise of receive corporate guarantee and payment of corporate guarantee charges.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td><table>
<tr><th>SN</th><th>Category</th><th>Amount
(Rs. In Lakhs)</th></tr>
<tr><td>1.</td><td>Corporate Guarantee Received</td><td>7,500.00</td></tr>
<tr><td>2.</td><td>Corporate Guarantee Charges Paid</td><td>88.50</td></tr>
<tr><td></td><td>TOTAL</td><td>7,588.50</td></tr>
</table></td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>FY2026-27 and FY2027-28 (Upto AGM)</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Aggregate value of proposed transactions for FY2026-27 is Rs. 5,059 Lakhs and FY2027-28 is Rs. 2,530 Lakhs including GST.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The proposed Related Party Transactions are undertaken in the ordinary course of business to facilitate the funding and credit requirements of the ISBL. The Corporate Guarantee to be provided by the LI&FPL will enable the ISBL to avail credit facilities and support its business and operational requirements. The Corporate Guarantee Charges paid by the ISBL represent consideration for the guarantee facility provided by the LI&FPL. Accordingly, the proposed RPTs are undertaken for genuine business purposes, facilitate the funding requirements of the ISBL and are in the interest of the Listed Entity and its stakeholders.</td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

Explanation: Indirect interest shall mean interest held through any person over which an individual has control.
a. Name of the director / KMP
b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party</td><td>Khyati Chintan Valia is the Non-Executive Director of TITL and hold 9.96% of Equity Shares Capital in LI&FPL

Except as stated above, none of the Directors or Key Managerial Personnel (KMP) of TITL has any interest or concern, whether direct or indirect, in the proposed transaction.</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicable</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.</td></tr>
<tr><td colspan="3">Point B(1) to B(7) and C(1) to C(6) not applicable</td></tr>
</table>

Item No. 5

Section 185 of the Companies Act, 2013 ("the Act"), as amended, permits a company to advance any loan, including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Directors of the Company is interested, subject to the fulfilment of the conditions prescribed therein, including obtaining prior approval of the members of the Company by way of a Special Resolution.

The Company, in the ordinary course of its business, may be required to provide financial assistance by way of loans, guarantees or securities to its Subsidiaries, Associates, Joint Ventures, Group Entities or such other persons in whom any of the Directors of the Company may be deemed to be interested within the meaning of Section 185 of the Act, for meeting their business requirements, working capital requirements, repayment or refinancing of borrowings, capital expenditure, business expansion and other lawful corporate purposes.

Accordingly, in order to facilitate operational and financial flexibility and to enable timely financial support to such entities, the approval of the Members is being sought under Section 185 of the Companies Act, 2013 for authorising the Board of Directors of the Company to advance loans, including loans represented by way of book debts, and/or provide guarantees and/or securities in connection with loans availed by such entities, for an aggregate amount not exceeding Rs. 3.15 Crores (Rupees Three Crores Fifteen Lakhs Only) during the financial year 2026-27, on such terms and conditions as the Board may deem fit and in the best interest of the Company.

The proposed transactions shall be undertaken only if they are in compliance with the applicable provisions of the Companies Act, 2013 and shall be carried out on such terms and conditions as may be considered appropriate by the Board, keeping in view the commercial interests of the Company.

The Board is of the opinion that the proposed financial assistance is in the best interest of the Company and would facilitate efficient financial management and operational requirements of the concerned entities. Accordingly, the Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except to the extent of their directorship, shareholding or interest, if any, in the concerned entity(ies), is in any way concerned or interested, financially or otherwise, in the said Resolution.

B. ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR APPOINTMENT/REAPPOINTMENT AT THE 35TH ANNUAL GENERAL MEETING TO BE HELD ON SEPTEMBER 28, 2026 [PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND APPLICABLE SECRETARIAL STANDARDS] FOR ITEM NO 2.

Profile of Mrs. Khyati Chintan Valia

Non-Executive Director

Mrs. Khyati Valia serves as a Non-Executive Director on the Board of the Company and is a seasoned professional with over a decade of experience in marketing and planning. She brings a unique blend of academic excellence and practical expertise to the organization. She holds a Bachelor of Dental Surgery (BDS) degree and an MBA in Family Business from the prestigious S.P. Jain Institute of Management and Research. She is associated with the Company since 2015.

Throughout her career, she has consistently excelled in developing and executing strategic marketing initiatives, as well as crafting business plans that align with organizational goals. Her keen ability to identify market opportunities, foster customer-centric strategies, and lead cross-functional teams has been instrumental in driving business growth and ensuring long-term success.

Sr No	Particulars	Details of Directors
1.	Name	Mrs. Khyati Valia
2.	Category/Designation	Non-Executive Director
3.	DIN	03445571
4.	Age	43 Years
5.	Qualifications	BDS & MBA in Family Business from S.P Jain Institutes
6.	Experience (including expertise in specific functional area)	She has experience of around 10 years in the field of marketing and planning
7.	Terms and Conditions of appointment or Reappointment	In terms of Section 152 (6) of the Companies Act, 2013 Mrs. Khyati Valia who was appointed as a Non-Executive Director at the annual general meeting held on September 27, 2021 liable to retire by rotation.
8.	Remuneration last drawn (FY2025-26)	NIL
9.	Proposed Sitting Fees	She shall be paid a fee for attending meetings of the Board or Committees within the limits specified under section 197(5) of the Act read with the rules made thereunder.
10.	Remuneration proposed to be paid	NIL
11.	Date of first appointment on the Board	March 25, 2015
12.	Shareholding in the Company including shareholding as a beneficial owner as on date of this notice	8,84,556 Equity Shares of Rs 10/- each
13.	Relationship with other Directors / Key Managerial Personnel	Mrs. Khyati Chintan Valia is related to Mr. Chintan Vijay Valia, Non-Executive Chairman and Director of the Company. Other than the aforesaid relationship, she is not related to any other Director or Key Managerial Personnel of the Company.
14.	Number of meetings of the Board attended during the financial year 2025- 26	2 (Two)
15.	Board Membership in other Entities (including Listed entity) as on date of this notice	1. Chintan Estates Private Limited 2. Marchon Textile Industries Private Limited 3. Jaankie And Sadguru Developers Limited 4. Suraksha Realty Limited 5. Realdeal Developers Private Limited 6. Silversoft Developers Private Limited 7. Accelerate Mercantile Private Limited 8. Topgold Exports Private Limited 9. Finetrade Exports Limited 10. Alc India Private Limited 11. ITI Finvest Limited 12. Apnainsurance Services India Private Limited 13. Apna Lifesecure Agency Private Limited 14. Vijay Grihanirman Private Limited 15. Smart Bricks Private Limited 16. Superstreet Exports Private Limited 17. Krishna Vrundavan Pratishthan 18. Rolesoft Trading Company Private Limited 19. Lakshdeep Infrastructure And Holding Private Limited

Sr No	Particulars	Details of Directors
16.	Membership/ Chairpersonship of Committees of other Board as on date of this notice	Audit Committee Member in Suraksha Realty Limited.
17.	Listed entities from which the Director has resigned in the past 3 years	None
18.	Skills and capabilities required for the role and the manner in which the proposed person meets such requirements. (In case of Appointment of Independent Director)	N.A.

By Order of the Board
For **The Investment Trust of India Limited**

Sd/-
Vidhita Narkar
Company Secretary and Compliance Officer
Date: August 13, 2026.
Place: Mumbai