TEAM INDIA GUARANTY LIMITED
A 201, Level 2 Marathon NextGen Innova Ganpat Rao Kadam Marg Lower Parel (W) Mumbai- 400013
Tel: +912248818442/ 87
E-mail: info@teamindiaguarantylimited.com
Website: https://teamindiaguarantylimited.com/
CIN: L65920MH1989PLC054398

25th August 2026

To,
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 511559

To,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, G-Block,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051.
Scrip Code: TEAMGTY

Sub: Intimation of the Annual General Meeting ("AGM"), along with the Notice of AGM and Cut-off Date for E-voting

Dear Sir/Madam,

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), read with the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI permitting companies to hold Annual General Meetings through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), we wish to inform you as follows:

1. The 36th **Annual General Meeting ("AGM")** of the Company is scheduled to be held on Monday, 21st September, 2026 at 03:00 p.m. through VC/OAVM. The registered office of the Company situated at **A-201, Level 2, Marathon NextGen Innova, Ganpatrao Kadam Marg, Lower Parel (West), Mumbai – 400013** shall be deemed to be the venue of the AGM.

   A copy of the Notice convening the 36th AGM is enclosed herewith.

2. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI LODR Regulations, the Company is providing its members with the facility to exercise their right to vote by electronic means on all the resolutions set out in the Notice of the 36th AGM.

   The details of remote e-voting are as follows:

   - **Cut-off date for determining eligibility to vote:** Monday, 14th September, 2026
   - **Commencement of remote e-voting:** Wednesday, 16th September, 2026 at 9:00 a.m. (IST)
   - **Conclusion of remote e-voting:** Sunday, 20th September, 2026 at 5:00 p.m. (IST)

   Members whose names appear in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to cast their votes through remote e-voting or through e-voting during the AGM.

3. In terms of Regulation 46 of the SEBI LODR Regulations, the Annual Report of the Company for the financial year 2025-26, together with the Notice of the 36th AGM, has been uploaded on the website of the Company and may be accessed at:

   www.teamindiaguarantylimited.com

4. In accordance with the applicable MCA and SEBI circulars, the Notice of the 36th AGM along with the Annual Report for the financial year 2025-26 is being sent through electronic mode to those members whose e-mail addresses are registered with the Company, Registrar and Share Transfer Agent or the Depositories.

Kindly take the above intimation on record.

Thanking you,

Yours faithfully,

FOR TEAM INDIA GUARANTY LIMITED

AARTI
CHATAKCHAN
D PANDEY

Digitally signed by AARTI CHATAKCHAND PANDEY
DN: c=IN, postalCode=401105, st=MAHARASHTRA, street=FLAT NO-102 KIRAN APARTMENT ,NAVGHAR ROAD ,THANE,401105, l=THANE, o=Personal, serialNumber=9aaa0011003cfeca9de83e1a3e1d549365c7dc5890f1bdcf47398b6c1c6c7630, pseudonym=4cc66e15b66a41a9907c0ec6881e1173, 2.5.4.20=7e8477061a126b4a7f1d91224b55921fbb49fb61b615d087e92deb17e1de8582, email=NEWBERRYAARTI@GMAIL.COM, cn=AARTI CHATAKCHAND PANDEY
Date: 2026.08.25 16:02:44 +05'30'

AARTI PANDEY
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: As above

NOTICE OF THE ANNUAL GENERAL MEETING
TEAM INDIA GUARANTY LIMITED

Registered Office : A-201 Marathon NextGen Innova, Ganpatrao Kadam Marg, Lower Parel West, Mumbai, Maharashtra, India, 400013.

NOTICE

Notice is hereby given that the 36th Annual General Meeting ("AGM") of the Members of Team India Guaranty Limited ("the Company") will be held on Monday, September 21, 2026, at 3:00 p.m. IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

The proceedings of the 36th Annual General Meeting ("AGM") shall be deemed to be conducted at the Registered Office of the Company situated at A-201, Marathon NextGen Innova, Ganpatrao Kadam Marg, Lower Parel (West), Mumbai – 400013, which shall be deemed to be the venue of the AGM.

Ordinary Business:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.**
2. **To appoint a director in place of Mr. Surajkumar Saraogi (DIN: 00004498), who retires by rotation and, being eligible, offers himself for re-appointment.**

Special Business:

3. **Approval for Increase in Borrowing Powers under section 180(1)(c) of the Companies Act, 2013:**

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

"IT IS RESOLVED THAT,

1. In supersession of the earlier resolution(s), if any, passed by the Members of the Company in this regard, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, and in accordance with the applicable provisions of the Reserve Bank of India Act, 1934, the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, and any other applicable laws, rules, regulations, directions, guidelines and circulars, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions and sanctions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company, hereinafter referred to as the 'Board', which term shall be deemed to include any committee constituted or to be constituted by the Board, to borrow, from time to time, in one or more tranches, such sum or sums of money as may be required for the purposes of the business of the Company, from any bank(s), financial institution(s), non-banking financial company(ies), body(ies) corporate or any other person(s) or entity(ies), whether by way of loans, credit facilities, inter-corporate deposits or through any other permissible borrowing arrangement, whether secured or unsecured, on such terms and conditions as the Board may deem fit.
2. Notwithstanding that the monies already borrowed together with the monies proposed to be borrowed by the Company, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, may exceed the paid-up share capital, free reserves and securities premium of the Company, the total amount of borrowings outstanding at any point of time shall not exceed ₹200,00,00,000 (Rupees Two Hundred Crore only).
3. The Board be and is hereby authorised to determine and finalise the amount, mode, manner, terms and conditions of such borrowings, including the rate of interest, tenure, repayment terms, security, covenants and other conditions, and to negotiate, finalise, sign, execute and deliver all agreements, deeds, instruments, applications, declarations, undertakings and other documents, and to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient in connection with such borrowings and for giving effect to this Resolution.
4. Any one Director and/or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute, sign and file such forms, documents and returns with the Ministry of Corporate Affairs and/or any other statutory or regulatory authority, as may be necessary, proper or expedient for giving effect to this resolution."

4. Regularization of Appointment of Mr. Anil Poddar (DIN: 08963475) as Non-Executive Independent Director of the Company:

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

"IT IS RESOLVED THAT,

1. Pursuant to Sections 149, 150, 152, and other applicable provisions, if any, of The Companies Act, 2013 ("the Act") read with Rule 8 and 14 of The Companies (Appointment and Qualification of Directors) Rules, 2014, [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and Schedule IV to the Act, as well as Regulations 16, 17, and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time, and the Articles of Association of the Company, Mr. Anil Poddar (DIN: 08963475) who was appointed pursuant to Section 161 of the Act as an Additional Non-Executive Independent Director with effect from August 14, 2026 by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the Listing Regulations and who is eligible for appointment, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from August 14, 2026, and that he shall not be liable to retire by rotation.
2. The Board of Directors be and is hereby authorised to determine and pay to Mr. Anil Poddar such sitting fees for attending meetings of the Board and its Committees and commission, if any, as may be determined by the Board from time to time, within the limits prescribed under the Act, the SEBI Listing Regulations and other applicable laws.
3. Any one of the Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters, and things as may be considered necessary, desirable, or expedient for giving effect to this resolution, including filing of necessary forms/documents with the Ministry of Corporate Affairs, stock exchanges, and/or any other authorities as may be required."

5. Approval of Material Related Party Transaction with Team India Managers Limited:

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

"IT IS RESOLVED THAT,

1. Pursuant to the provisions of Regulation 23 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules and regulations, if any, and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Company to avail unsecured borrowing(s) from Team India Managers Limited (TIML), a related party of the Company, for an aggregate amount not exceeding ₹25,00,00,000/- (Rupees Twenty-Five Crore only), in one or more tranches, during the period for which this approval remains valid, on such terms and conditions including interest rate, tenure, repayment terms and other commercial terms as may be mutually agreed between the Company and TIML, provided that such terms shall be on an arm's length basis and in the ordinary course of business of the Company and shall at all times be within the overall borrowing limits approved by the Members of the Company under Section 180(1)(c) of the Act.
2. The Board be and is hereby authorized to determine and finalize the amount, mode, manner, terms and conditions of such borrowings, including the rate of interest, tenure, repayment terms, security, covenants and other conditions, and to negotiate, finalize, sign, execute and deliver all agreements, deeds, instruments, applications, declarations, undertakings and other documents, and to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient in connection with such borrowings and for giving effect to this Resolution.
3. Any one Director and/or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute, sign and file such forms, documents and returns with the Ministry of Corporate Affairs and/or any other statutory or

regulatory authority, as may be necessary, proper or expedient for giving effect to this resolution."

6. **Approval of Material Related Party Transaction with New Berry Advisors Limited:**

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

"IT IS RESOLVED THAT,

1. Pursuant to the provisions of Regulation 23 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules and regulations, if any, and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Company to avail unsecured borrowing(s) from New Berry Advisors Limited (NBA), a related party of the Company, for an aggregate amount not exceeding ₹25,00,00,000/- (Rupees Twenty-Five Crore only), in one or more tranches, during the period for which this approval remains valid, on such terms and conditions including interest rate, tenure, repayment terms and other commercial terms as may be mutually agreed between the Company and NBA, provided that such terms shall be on an arm's length basis and in the ordinary course of business of the Company and shall at all times be within the overall borrowing limits approved by the Members of the Company under Section 180(1)(c) of the Act.

2. The Board be and is hereby authorized to determine and finalize the amount, mode, manner, terms and conditions of such borrowings, including the rate of interest, tenure, repayment terms, security, covenants and other conditions, and to negotiate, finalize, sign, execute and deliver all agreements, deeds, instruments, applications, declarations, undertakings and other documents, and to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient in connection with such borrowings and for giving effect to this Resolution.

3. Any one Director and/or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute, sign and file such forms, documents and returns with the Ministry of Corporate Affairs and/or any other statutory or regulatory authority, as may be necessary, proper or expedient for giving effect to this resolution."

By Order of the Board

Aarti Pandey
Company Secretary
ACS-70218

Registered Office:
A-201 Marathon NextGen Innova,
Ganpatrao Kadam Marg, Lower Parel West,
Mumbai, Maharashtra, India, 400013

Place: Mumbai
DATE: 14th August 2026

NOTES:

1. The Ministry of Corporate Affairs (MCA) has vide its Circular dated Circular No. 09/2024 dated September 19, 2024, Circular No. 09/2023 dated September 25, 2023 read together with Circulars dated April 8, 2020, April 13, 2020 and May 5, 2020 in relation to "Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide its Circular no. SEBI Master Circular No. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024, SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and such other circulars issued by the SEBI in this regard (collectively referred to as "SEBI Circulars") have permitted the holding of Annual General Meeting ("AGM") through VC/ OAVM (e-AGM), without the physical presence of the Members at a common venue. In accordance with the MCA Circulars and SEBI Circulars, the 36th AGM of the Company is being held through VC. The deemed venue for the AGM shall be the registered office of the Company.

2. Since the AGM will be held through VC, the route map of the venue of the Meeting is not annexed hereto.

3. Since this AGM is being held pursuant to the MCA and SEBI Circulars through VC/OAVM, the requirement of physical attendance of Members at a common venue has been dispensed with. Accordingly, the facility for appointments of proxies by Members will not be available for the AGM, and the Proxy Form and Attendance Slip are not annexed to this Notice.

4. In accordance with Section 113 of the Act and rules framed thereunder, the Corporate/ Institutional Members are entitled to appoint authorized representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/Institutional Members (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy of the Board Resolution /Authority Letter, etc., authorizing their representative to attend the AGM through VC/ OAVM on their behalf and to vote through remote e-voting or during the AGM along with specimen signature(s) of the authorised representative(s)) by e-mail to compliance@teamindiaguarantylimited.com before the commencement of the 36th AGM.

5. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC/ OAVM and cast their votes thereat.

6. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013.

7. The Company's Registrar and Transfer Agents (RTA) for its Share Registry Work (Physical and Electronic) are MUFG Intime India Pvt. Ltd (Formerly known as Link Intime India Private Limited) having their office at C-101, 247 Park, LBS Road, Vikhroli (West), Mumbai – 400083.

8. In case of joint holders attending the 36th AGM, the member whose name appears as the first holder in the order of names as per Register of Members will be entitled to vote, provided the votes are not already cast by remote e-voting.

9. In compliance with the aforementioned MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report for the Financial Year 2025-26 will also be available on the websites of the Company http://teamindiaguarantylimited.com, BSE Limited www.bseindia.com, National Stock Exchange of India Limited www.nseindia.com and on the website of the e-voting agency, website of CDSL at www.evotingindia.com. For any communication, the Members may also send a request to the Company's investor email id: info@teamindiaguarantylimited.com. The Company will not be dispatching physical copies of the Annual Report for the Financial Year 2025-26 and the Notice of AGM, to any Member. Physical copy of the AGM Notice along with the Annual Report shall be sent to those Members who request/ have requested for the same.

10. In compliance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a letter providing details of web-link, including the exact path, where complete details of the Annual Report are available is being sent to those shareholders whose email addresses are not registered with the Company / RTA or with any depository.

11. We urge Members to support our commitment towards environmental protection by choosing to receive all communication (including Notice and Annual Report) from the Company electronically: (a) Members holding shares in physical mode and who have not registered/ updated their email

addresses with the Company/ RTA are requested to register/ update the same by writing to the Company/ RTA with details of folio number and attaching a self-attested copy of the PAN Card at info@teamindiaguarantylimited.com or to the Company's RTA at rnt.helpdesk@in.mpms.mufg.com (b) Members holding shares in dematerialized mode are requested to register/ update their email addresses with the relevant Depositories.

12. Transfer of Shares Permitted in Demat Form only:

As per Regulation 40 of the SEBI LODR, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. However, an investor is not prohibited from holding the shares in physical mode even after 1st April, 2019.

In view of the above and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact the nearest branch of RTA to seek guidance with respect to the demat procedure. Members may also visit the website of depositories viz. National Securities Depository Limited: https://nsdl.co.in/faqs/faq.php or Central Depository Services (India) Limited: https://www.cdslindia.com/Investors/FAQs.html for further understanding of the demat procedure.

13. Members are requested to:

- update the changes, if any, in their registered addresses/bank mandates;
- opt for NACH / NEFT / RTGS facility by providing latest and correct bank account details for prompt credit and for avoiding fraudulent encashment / loss in postal transit of dividend warrant;
- quote their folio numbers/ Client ID and DP ID in all correspondence;
- consolidate their holdings into one folio in case they hold shares under multiple folios in the identical order of names;
- avail nomination facility;
- provide Permanent Account Number, if not already provided.

For the above purposes,

(i) shareholders holding shares in electronic mode may approach their respective Depository Participants (DP) and

(ii) shareholders holding shares in physical mode can approach the Company's RTA at rnt.helpdesk@in.mpms.mufg.com

a. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at info@teamindiaguarantylimited.com from Monday, 14th September, 2026 (9:00 A.M. IST) to Friday, 18th September, 2026(5:00 P.M. IST). Members who do not wish to speak during the AGM but have queries, may send their queries by e-mail to info@teamindiaguarantylimited.com mentioning their name, DP ID and Client ID/folio number, PAN, mobile number from 14th September, 2026 (9:00 A.M. IST) to Friday, 18th September, 2026 (5:00 P.M. IST). These queries will be replied to by the company suitably by email.

Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting for a maximum time of 3 (three) minutes each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM to ensure smooth conduct of the AGM.

14. The statutory registers that are required to be kept open during the AGM and the documents that are referred to as available for inspection, in the notice or explanatory statement, shall be made available for inspection electronically on the date of the AGM. The members desiring to inspect the said documents shall contact info@teamindiaguarantylimited.com on or before September 21, 2026.

15. Members are requested to support the Green Initiative by registering/ updating their e-mail addresses, with the Depository Participant (in case of Shares held in dematerialized form) or with RTA (in case of Shares held in physical form).

16. 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 LODR (as amended), Secretarial Standard on General Meetings (SS-2) and applicable MCA Circulars, 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 engaged the services

of Central Depository Services (India) Limited (CDSL) for providing facility for voting through remote e-voting, participation in the AGM through VC/ OAVM facility and e-voting during the 36th AGM. 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. The procedures and instructions for 'remote e-voting', 'attending the meeting' and 'e-voting at the meeting' issued by CDSL, are furnished as part of this Notice at point 23.

17. The Members can join the AGM in the VC/OAVM mode 15 minutes before 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 atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

18. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on Monday, September 14, 2026, being the cut-off date.

19. The AGM will be convened through VC/OAVM in compliance with applicable provisions of the Act read with MCA Circulars.

20. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in the dematerialized form are, therefore, requested to submit their PAN details to their DPs.

21. Queries relating to the financial statements may be submitted in accordance with Note No. 13(ii)(a) above.

22. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the company.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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) The voting period begins on Wednesday, 16th September, 2026 at 09:00 a.m. and ends on Sunday, 20th September, 2026 at 05:00 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 14th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already cast their votes through remote e-voting may attend the AGM but shall not be entitled to cast their votes again during the AGM.

(iii) 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.

(iv) 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** 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 evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are 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.
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 held 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.

Type of shareholders	Login Method
	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.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

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 Physical shareholders and other than individual shareholders holding shares in Demat.	
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.

For Physical shareholders and other than individual shareholders holding shares in Demat.	
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. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) 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.

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

(ix) Click on the EVSN for the relevant <Team India Guaranty Limited> on which you choose to vote.

(x) 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.

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

(xii) 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.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) 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.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- 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 delinked 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@teamindiaguarantylimited.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 & E-VOTING 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 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 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. Shareholders who wish to express their views or ask questions during the AGM may register themselves as speakers in accordance with the procedure and timelines specified in Note No. 13(ii)(a) of this Notice.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. 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.

10. 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 may 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), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/ RTA email id.**

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.**

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.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, 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.

23. Scrutinizer for E-Voting and Declaration of Results:

    The Board of Directors of the Company has appointed Mr. Aabid Mohammed (Membership No. F6579 and COP No. 6625) from Aabid & Co, Company Secretaries, as Scrutinizer to scrutinize the e-voting process as well as e-voting during the AGM, in a fair and transparent manner.

    The Scrutinizer shall after the conclusion of the e-voting at the Meeting, scrutinize the votes cast at the Meeting and thereafter unblock votes cast through remote e-voting in the presence of atleast two witnesses, not in the employment of the Company, make a consolidated Scrutinizer's Report and submit the same to the Chairman of the Company or any other person of the Company authorised by the Chairman, who shall countersign the same. The Results shall be declared within two working days from conclusion of the Meeting.

    The Results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company at http://teamindiaguarantylimited.com and on the website of CDSL at http://www.evotingindia/ immediately after the Results are declared and will simultaneously be forwarded to BSE Limited and the National Stock Exchange of India Limited, where Equity Shares of the Company are listed.

The Resolutions shall be deemed to be passed on the date of the Meeting, i.e., Monday, 21st September, 2026, subject to receipt of the requisite number of votes in favour of the Resolutions.

24. The recorded transcript of the proceedings of the AGM shall be available on the Company's website at www.teamindiaguarantylimited.com

By Order of the Board

Sd/-
Aarti Pandey
Company Secretary
ACS-70218

Registered Office:
A-201 Marathon NextGen Innova,
Ganpatrao Kadam Marg, Lower Parel West,
Mumbai, Maharashtra, India, 400013

Place: Mumbai
DATE: 14th August 2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item 3: Approval for Increase in the Borrowing Powers of the Company under Section 180(1)(c) of the Companies Act, 2013.

The Company has commenced and progressively expanded its lending and financing operations. In the course of developing its business, the Company has been evaluating and undertaking various lending opportunities and has availed borrowing facilities to support its business and operational requirements.

Considering the existing scale of operations, the proposed expansion of the lending business, working capital requirements and other funding needs, the Company may be required to raise additional borrowings from time to time. Consequently, the monies proposed to be borrowed, together with the monies already borrowed by the Company, may exceed the aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the Company's bankers in the ordinary course of business.

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, where the monies proposed to be borrowed, together with the monies already borrowed by the Company, exceed the aforesaid threshold, the consent of the Members is required by way of a Special Resolution.

Accordingly, the Board of Directors considers it necessary to increase the borrowing powers of the Company and seeks the approval of the Members to authorise the Board of Directors to borrow, from time to time and in one or more tranches, such sum or sums of money as may be required for the purposes of the business of the Company, provided that the aggregate amount of monies borrowed and outstanding at any point in time, including the monies already borrowed by the Company and apart from temporary loans obtained from the Company's bankers in the ordinary course of business, shall not exceed **₹200,00,00,000 (Rupees Two Hundred Crore only).**

The proposed borrowing limit will enable the Company to avail financial assistance from banks, financial institutions, non-banking financial companies, bodies corporate and/or other eligible lenders or entities by way of loans, credit facilities, inter-corporate deposits or through any other permissible borrowing arrangement, whether secured or unsecured, on such terms and conditions as may be determined by the Board of Directors, subject to compliance with the applicable directions, guidelines and circulars issued by the Reserve Bank of India and other applicable laws.

The proposed borrowing limit is considered appropriate having regard to the existing and anticipated financial requirements of the Company and will provide the Board of Directors with the necessary operational and financial flexibility to efficiently manage the funding requirements of the Company.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No.3 of the accompanying Notice for approval of the Members.

Item 4: Regularization of Appointment of Mr. Anil Poddar (DIN: 08963475) as Non-Executive Independent Director of the Company;

With a view to strengthening the composition of the Board and enhancing its expertise in the areas of corporate governance, finance, strategy and business advisory, the Board of Directors proposes the appointment of Mr. Anil Poddar (DIN: 08963475) as an Additional Director in the category of Non-Executive Independent Director of the Company, with effect from August 14, 2026, subject to the approval of the Members of the Company.

The Company has received the following disclosures/ declarations from Mr. Anil Poddar:

i) Consent to act as Director under Section 152 of the Act (Form DIR-2);

ii) Disclosure of interest under Section 184(1) of the Act (Form MBP-1);

iii) Declaration under Section 164 of the Act (Form DIR-8) confirming that he is not disqualified to be appointed as a Director.

iv) Declaration of independence under Section 149(6) of the Act and as per the Listing Regulations;

v) Declaration under BSE Circular No. LIST/ COMP/14/2018-19 dated June 20, 2018, confirming that he has not been debarred from holding the office of Director by any Order passed by the Securities and Exchange Board of India or any other regulatory authority.

In the opinion of the Board, Mr. Anil Poddar fulfils the conditions specified under the Companies Act, 2013 and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company. The Board is also of the view that, considering his qualifications, expertise and extensive experience in the areas of finance, accounting, business planning, corporate strategy, debt syndication, fund raising, IPO funding advisory, financial planning and strategic business consulting, his appointment will be beneficial and in the best interests of the Company.

The resolution seeks approval of the Members for the appointment of Mr. Anil Poddar as a Non-Executive Independent Director of the Company for a term of five consecutive years commencing from August 14, 2026 up to August 13, 2031, not liable to retire by rotation.

Mr. Anil Poddar shall be entitled to receive sitting fees for attending meetings of the Board of Directors and/or Committees thereof, as may be approved by the Board from time to time, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The additional information as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2") is provided below:

Name of director	Anil Poddar
Director Identification Number	08963475
Fathers' name:	Bhagwandas Poddar
Date of birth:	March 26, 1967
Age	59 years
Nationality	Indian
Date of first appointment on the board	August 14, 2026
Qualification	Qualified Chartered Accountant and Lawyer
Nature of Appointment	Appointment as a Non-Executive Independent Director
Term of Appointment	Five consecutive years from August 14, 2026 up to August 13, 2031, not liable to retire by rotation
Brief resume of the Director	Mr. Anil Poddar is a qualified Chartered Accountant and holds a Bachelor of Laws (LL.B.) degree. He has over three decades of extensive corporate experience in finance, accounting, business planning, corporate strategy and leadership. During his professional career, he has held key finance and leadership positions and has gained significant expertise in financial management, strategic planning, fund raising and business advisory.
	Leveraging his extensive corporate experience, Mr. Poddar established his own financial advisory firm, through which he provides specialized financial consultancy services to businesses. His core areas of expertise include debt syndication and fund raising, IPO funding advisory, financial planning and strategic business consulting Leveraging.
Nature of expertise in specific functional areas	Finance, Corporate Strategy, Fund Raising, Debt Syndication, IPO Funding Advisory and Business Consulting.
Disclosure of relationship between Directors inter-se	Mr. Anil Poddar is not related to any Director or Key Managerial Personnel of the Company.

Membership / Chairpersonship of Committees of the Board of the Company	-
Directorship in other Companies	None
Name of other listed entities in which he holds directorship	None
Membership / Chairpersonship of Committees of the Board in other listed entities	None
Listed entities from which he has resigned in the past three years	Not Applicable
Shareholding in the Company, including shareholding as beneficial owner	Nil
The skills and capabilities required for the role and the manner in which he meets such requirements	Mr. Anil Poddar possesses expertise in financial management, accounting and finance, corporate governance, strategic thinking, business planning, fund raising, risk management, leadership and business advisory.
Board meeting attendance	01
Remuneration last drawn	Not Applicable

Accordingly, the Board recommends the Special Resolution as set out in item No. 4 of the accompanying notice.

Mr. Anil Poddar is concerned or interested in the Resolution set out at Item No. 4 of the accompanying Notice relating to his appointment and his relatives are concerned or interested to the extent of their shareholding, if any, in the Company.

None of the other Directors or Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

This statement may also be regarded as an appropriate disclosure under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Item 5: Approval for Material Related Party Transaction with Team India Managers Limited:

Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (SEBI Listing Regulations), inter alia, provides that all Material Related Party Transactions and subsequent material modifications thereto shall require prior approval of the shareholders of the listed entity by way of a resolution.

The Company is a Non-Banking Financial Company and requires funds from time to time for carrying on its lending operations and for meeting its business, working capital and general corporate requirements.

Considering the current business requirements and future business prospects of the Company, it is proposed to avail borrowing from Team India Managers Limited (“TIML”), being a Promoter and Related Party of the Company, for an aggregate amount not exceeding ₹25,00,00,000/- (Rupees Twenty-Five Crore only), in one or more tranches, on such terms and conditions as may be mutually agreed between the Company and TIML.

The proposed borrowing shall be subject to the overall borrowing limits approved by the Members of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013 (“Act”).

Team India Managers Limited, being a Promoter of the Company, is a Related Party of the Company in terms of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations. Accordingly, the proposed borrowing from TIML constitutes a Related Party Transaction.

Considering the value of the proposed transaction and the applicable materiality threshold prescribed under Regulation 23 of the SEBI Listing Regulations read with the Company’s Policy on Related Party Transactions, the proposed transaction constitutes a Material Related Party Transaction and accordingly requires prior approval of the Members of the Company.

The Audit Committee of the Company, after considering the relevant information and details placed before it by the management, at its meeting held on 14th August 2026, reviewed and approved the proposed transaction with TIML, subject to approval of the Members of the

Company. The Board of Directors of the Company, at its meeting held on 14th August 2026, also considered and approved the proposed transaction and recommended the same for approval of the Members.

The proposed transaction shall be undertaken on an arm's length basis and on commercial terms which are fair and reasonable and in the interest of the Company.

Details of the proposed transactions with Team India Managers Limited (TIML), including the Information pursuant to the SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, are as follows:

Particulars	**Details**
Name of the Related Party	Team India Managers Limited **("TIML")**
Name of the Director or KMP who is related	Mr. Surajkumar Saraogi
Nature of Relationship	Team India Managers Limited ("TIML") is a Promoter shareholder of Team India Guaranty Limited ("TIGL"). Mr. Surajkumar Saraogi is a Promoter and Director of TIGL and is also a Promoter of TIML. Accordingly, TIML qualifies as a Related Party of the Company under the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.
Nature, material terms, monetary value and particulars of the contract or arrangements	**Type:** Availment of unsecured Inter-Corporate Deposit by the Company from TIML. **Value and total limit of the proposed transaction:** Up to ₹25,00,00,000/- (Rupees Twenty-Five Crore only),in one or more tranches **Purpose:** To augment the funding resources of the Company for meeting its lending, business and operational requirements. Tenure: Up to one year, or such other period as may be mutually agreed between the parties. **Rate of Interest:** 9 % per annum. **Security:** Unsecured **Repayment Terms:** As per the terms and conditions set out in the agreement entered into between the parties.
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Based on the audited annual turnover of the Company of **₹520 lakh (₹5.20 crore) for FY 2025-26,** the proposed transaction of up to ₹25 crore represents approximately **480.77%** of the annual turnover of the Company.
For a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a provided)	Not Applicable
Justification for why the proposed transaction is in the interest of the listed entity	The proposed borrowing will augment the funding resources available to the Company and provide additional liquidity for meeting its lending, business and operational requirements. The proposed interest rate of 9% per annum has been benchmarked with reference to the Company's prevailing cost of borrowings from unrelated lenders for comparable facilities. Accordingly, the proposed transaction is considered commercially reasonable and in furtherance of the business interests of the Company.

Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the following details are required: (The requirement of disclosing source of funds and cost of funds shall not be applicable to listed banks/NBFCs.)	Not Applicable
Valuation or other external report, if any, relied upon in relation to the proposed transaction	The Company has not obtained or relied upon any valuation report or report of any other external agency in relation to the proposed transaction. The proposed interest rate of 9% per annum has been benchmarked by the Management with reference to the Company's prevailing cost of borrowings from unrelated lenders for comparable tenure, security, nature of the facility, and other material commercial terms and covenants. The basis of such benchmarking has been considered by the Board while approving the proposed transaction and is placed before the Members for their information and consideration while evaluating the arm's-length nature of the proposed transaction.
Percentage of the counterparty's annual consolidated turnover represented by the value of the proposed RPT, on a voluntary basis	Not Applicable
Any other information relevant or important for the Members to take an informed decision	The borrowing shall be within the overall borrowing limits of the Company approved by the Members under Section 180(1)(c) of the Companies Act, 2013 and shall be entered into on terms considered fair, reasonable and in the interest of the Company.

In terms of Regulation 23 of the SEBI Listing Regulations, no Related Party of the Company shall vote to approve the Resolution set out at Item No. 5, irrespective of whether such Related Party is a party to the particular transaction or not.

Except Mr. Surajkumar Saraogi, none of the Directors, Key Managerial Personnel of the Company and/or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

Item 6: Approval for Material Related Party Transaction with New Berry Advisors Limited:

Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (SEBI Listing Regulations), inter alia, provides that all Material Related Party Transactions and subsequent material modifications thereto shall require prior approval of the shareholders of the listed entity by way of a resolution.

The Company is a Non-Banking Financial Company and requires funds from time to time for carrying on its lending operations and for meeting its business, working capital and general corporate requirements.

Considering the current business requirements and future business prospects of the Company, it is proposed to avail borrowing from New Berry Advisors Limited (NBA), being a Related Party of the Company, for an aggregate amount not exceeding ₹25,00,00,000/- (Rupees Twenty-Five Crore only), in one or more tranches, on such terms and conditions as may be mutually agreed between the Company and NBA.

The proposed borrowing shall be subject to the overall borrowing limits approved by the Members of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013 (Act).

New Berry Advisors Limited is a Related Party of the Company in terms of the applicable provisions of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations. Accordingly, the proposed borrowing from NBA constitutes a Related Party Transaction.

Considering the value of the proposed transaction and the applicable materiality threshold prescribed under Regulation 23 of the SEBI Listing Regulations read with the Company's Policy on Related Party Transactions, the proposed transaction constitutes a Material Related Party

Transaction and accordingly requires prior approval of the Members of the Company.

The Audit Committee of the Company, after considering the relevant information and details placed before it by the management, at its meeting held on 14th August 2026, reviewed and approved the proposed transaction with NBA, subject to approval of the Members of the Company. The Board of Directors of the Company, at its meeting held on 14th August 2026, also considered and approved the proposed transaction and recommended the same for approval of the Members.

The proposed transaction shall be undertaken on an arm's length basis and on commercial terms which are fair and reasonable and in the interest of the Company.

Details of the proposed transactions with New Berry Advisors Limited ("NBA"), including the Information pursuant to the SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, are as follows:

Particulars	**Details**
Name of the Related Party	New Berry Advisors Limited ("NBA"),
Name of the Director or KMP who is related	Mr. Surajkumar Saraogi, Promoter and Director of Team India Guaranty Limited. Mrs. Sonali Saraogi, spouse of Mr. Surajkumar Saraogi, is a Director and major shareholder of New Berry Advisors Limited.
Nature of Relationship	Mr. Surajkumar Saraogi is a Promoter and Director of Team India Guaranty Limited. His spouse, Mrs. Sonali Saraogi, is a Director and major shareholder of New Berry Advisors Limited. Accordingly, having regard to the relationship of Mr. Surajkumar Saraogi with the Company and the directorship and substantial shareholding of his spouse in NBA, New Berry Advisors Limited qualifies as a Related Party of the Company under the applicable Accounting Standards and Regulation 2(1)(zb) of the SEBI Listing Regulations.
Nature, material terms, monetary value and particulars of the contract or arrangements	**Type:** Availment of unsecured Inter-Corporate Deposit by the Company from NBA. **Value and total limit of the proposed transaction:** Up to ₹25,00,00,000/- (Rupees Twenty-Five Crore only),in one or more tranches **Purpose:** To augment the funding resources of the Company for meeting its lending, business and operational requirements. **Tenure:** Up to **one year,** or such other period as may be mutually agreed between the parties. **Rate of Interest:** 9% per annum. **Security:** Unsecured **Repayment Terms:** As per the terms and conditions set out in the agreement entered into between the parties.
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Based on the audited annual turnover of the Company of ₹520 lakh **(₹5.20 crore) for FY 2025-26,** the proposed transaction of up to ₹25 crore represents approximately **480.77%** of the annual turnover of the Company.
For a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a provided)	Not Applicable

Justification for why the proposed transaction is in the interest of the listed entity	The proposed borrowing will augment the funding resources available to the Company and provide additional liquidity for meeting its lending, business and operational requirements. The proposed interest rate of 9% per annum has been benchmarked with reference to the Company's prevailing cost of borrowings from unrelated lenders for comparable facilities. Accordingly, the proposed transaction is considered commercially reasonable and in furtherance of the business interests of the Company.
Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the following details are required: (The requirement of disclosing source of funds and cost of funds shall not be applicable to listed banks/NBFCs.)	Not Applicable
Valuation or other external report, if any, relied upon in relation to the proposed transaction	The Company has not obtained or relied upon any valuation report or report of any other external agency in relation to the proposed transaction. The proposed interest rate of 9% per annum has been benchmarked by the Management with reference to the Company's prevailing cost of borrowings from unrelated lenders for comparable tenure, security, nature of the facility, and other material commercial terms and covenants. The basis of such benchmarking has been considered by the Board while approving the proposed transaction and is placed before the Members for their information and consideration while evaluating the arm's-length nature of the proposed transaction.
Percentage of the counterparty's annual consolidated turnover represented by the value of the proposed RPT, on a voluntary basis	Not Applicable
Any other information relevant or important for the Members to take an informed decision	The borrowing shall be within the overall borrowing limits of the Company approved by the Members under Section 180(1)(c) of the Companies Act, 2013 and shall be entered into on terms considered fair, reasonable and in the interest of the Company.

In terms of Regulation 23 of the SEBI Listing Regulations, no Related Party of the Company shall vote to approve the Resolution set out at Item No. 6, irrespective of whether such Related Party is a party to the particular transaction or not.

Except Mr. Surajkumar Saraogi, none of the Directors, Key Managerial Personnel of the Company and/or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the Members.

For Team India Guaranty Limited
Sd/-
Aarti Pandey
Company Secretary and Compliance Officer

Place: Mumbai
DATE: 14th August 2026

ANNEXURE A

Information pursuant to the Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting regarding re-appointment of a Director.

Name of the Director	**Surajkumar Omprakash Saraogi**
Date of Birth	September 7, 1971
Director Identification Number	00004498
Age	55 years
Nationality	Indian
Date of first appointment on the Board	November 07, 2024
Qualifications	B. Com and CTA (Accounting Technician Certificate), conferred by the Institute of Chartered Accountants of India
Brief resume of the director	He holds a Bachelor's degree in Commerce and is an Accounting Technician Certificate holder, with over 27 years of experience in capital markets, investment banking and financial services. He has held senior leadership positions in an RBI-registered NBFC and SEBI-registered financial services intermediary. He is presently associated with a SEBI-registered entity engaged in stock broking, depository participant services, portfolio management and Category I merchant banking. He has also been actively involved in the entrepreneurial and investment ecosystem, including angel investment networks. In recognition of his entrepreneurial contribution, he received the "Star Entrepreneurship Award" at the 2nd Indira International Innovation Summit in 2008. He has also been associated with social and community initiatives and has shared his views as a panelist on reputed business television channels.
Nature of expertise in specific functional areas	Expertise in capital markets, investment banking, credit evaluation, lending, financial services, and business development. Strong understanding of fund deployment, investment assessment, risk management and financial services operations across SEBI and RBI regulated businesses.
Terms & Conditions of Re-appointment	Mr. Surajkumar Saraogi was appointed as Non-Executive Director of the Company by the Board in Board meeting dated 07.11.2024. In terms of Section 152(6) of the Companies Act, 2013, he is liable to retire by rotation
Remuneration last drawn (including sitting fees, if any) (FY 2025-26)	NIL
Remuneration proposed to be paid	NIL
Date of first appointment on the Board	November 07, 2024
Relationship with other Directors / Key Managerial Personnel	Related to Mrs. Niru Shivkumar Kanodia (Executive Director and Chief Executive Officer)
Shareholding in the Company including shareholding as a beneficial owner as on March 31, 2026	Mr. Surajkumar Saraogi holds 13,41,000 (14.91%) Equity Shares of Rs. 10/- each of the Company
Number of meetings of the Board attended	FY 2025-26: 100% (6 meetings held) FY 2026-27 (till the date of this Notice): 100% (1 meeting held)
Directorships of other Boards as on March 31, 2026	NIL
Membership / Chairmanship of Statutory Committees of other Boards as on March 31, 2026	NIL
Listed entities from which the Director has resigned in the past 3 years	NIL