



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

BSE LIMITED

The General Manager,
The Corporate Relation Department,
Phiroze Jeejoybhoy Tower,
44+ Floor, Dalal Street,
Mumbai — 400 001
Scrip Code: 531841

16th October 2026

Sub: Submission of Postal Ballot Notice for approval of Issuance of Bonus Shares

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Postal Ballot Notice dated October 14, 2026, seeking approval of the members of the Company by way of Ordinary Resolution for the issuance of Bonus Shares. The said Notice is being sent to the members through electronic means (e-voting) only, in accordance with the applicable MCA Circulars. You are requested to kindly take the same on record.

In accordance with General Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars"), the Postal Ballot Notice has been dispatched solely in electronic form to those member(s) whose name(s) appear in the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, October 9, 2026 (the "Cut-off Date"), and who have registered their e-mail addresses with the Company or with their respective Depositories.

The approval of the members is being sought by way of an Ordinary Resolution for the special business set out in the accompanying Notice, through electronic means (e-voting) only.

The Company has engaged the services of CDSL to provide an e-voting facility to all eligible members. The e-voting period shall commence on Thursday, October 22, 2026 at 9:00 a.m. (IST) and shall conclude on Friday, November 20, 2026 at 5:00 p.m. (IST). The results of the Postal Ballot (through e-voting) shall be announced to the Stock Exchanges within two (2) working days from the conclusion of the voting period.

We request you to kindly take on record the above compliance.

Thanking you,
For Indus Finance Limited

DINAKA Digitally
signed by
R K K DINAKAR K K

K K Dinakar
Company Secretary and Compliance Officer





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NOTICE OF POSTAL BALLOT

Dear Member(s),

NOTICE is hereby given to the Members of Indus Finance Limited ('the Company'), pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of the Companies (Management and Administration), Rules, 2014 (referred to as 'Rules'), Secretarial Standards-2 (SS-2), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as 'the MCA Circulars'), and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force) that the special business as set out below is proposed for seeking approval of the Members by way of Ordinary Resolutions through the process of Postal Ballot, by electronic means.

The Explanatory Statement pursuant to Section 102(1) and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts, is appended to this Postal Ballot Notice.

The Board of Directors of the Company have appointed M/s KRA & Associates, Practicing Company Secretaries, Chennai as the Scrutinizer for conducting the Postal Ballot and E-voting process in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act, read with Rule 20 and 22 of Rules and Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the Company is offering e-voting facility to all the Members to enable them to cast their votes electronically. Members are requested to follow the procedure as stated in the Notes in this regard.

SPECIAL BUSINESS

1. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (SEBI) (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable regulations, rules and guidelines



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issued by SEBI and the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 ("FEMA") from time to time, and as per Article 26 of the Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors, consent of the members be and is hereby accorded to the Board of Directors of the Company for capitalisation of a sum not exceeding **₹5,14,35,000/- (Rupees Five Crores Fourteen Lakhs Thirty Five Thousand Only)** standing to the credit of the free reserves and/or the securities premium account and/or capital redemption reserve of the Company for issue of bonus equity shares to the equity shareholders by way of issue of five equity shares of ₹10/- each credited as fully paid to the equity shareholders, in the proportion of nine equity shares held by those shareholders whose names appear in the Register of Members and in the beneficial records of the depositories as on the record date fixed for this purpose.

RESOLVED FURTHER that the bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date and shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors, Managing Director & CEO, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things, as it may at its discretion deem necessary or desirable for such purpose, to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard including without limitation, filing a registration statement/E-forms, if any, and other documents with the SEBI or any other regulatory authority, listing the additional equity shares on BSE Limited, and entering into any arrangements in regard to such bonus issue, as it may in its absolute discretion deem necessary, desirable or expedient for giving effect to this Resolution."

By Order of the Board of Directors

14th October 2026
Chennai

Sd/-
DINAKAR K K
Company Secretary & Compliance Officer



Indus Finance Ltd

CIN : L65191TN1992PLC022317

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Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102(1) of the Act setting out the material facts relating to the business to be transacted is annexed hereto.
2. In accordance with the MCA circulars, the Postal Ballot Notice is being sent only in electronic form to Members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, October 09, 2026 (cut-off date) and who have registered their e-mail addresses with the Company/Depositories. The Postal Ballot Notice has also been placed on the websites of the Company and CDSL. Physical copies of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot in line with the exemption provided in the MCA circulars.
3. Member(s) whose name(s) appear on the Register of Members/List of Beneficial Owners as on the cut-off date will be considered for E-voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
4. The issue and allotment of the bonus equity shares to the extent that they relate to Non-Resident Indians, Foreign Institutional Investors and other Foreign Investors, shall be subject to the approval of RBI or any other regulatory authority, as may be necessary.
5. Service of Postal Ballot Notice electronically:

Members holding shares in physical mode	This Postal Ballot Notice is issued electronically to Members whose e-mail addresses are available and registered in the records of the Registrar and Transfer Agent.
Members holding shares in demat mode	This Postal Ballot Notice is issued electronically to Members whose e-mail addresses are available and registered in the records of the Depositories.

6. In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and MCA circulars issued from time to time, the Company provides the Members the facility to exercise their right to vote by electronic means through E-voting services provided by CDSL. The instructions for E-voting are annexed to this Notice.



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CIN : L65191TN1992PLC022317

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Remote e-voting timeline

Commencement of e-voting	22 nd October 2026 at 9:00 AM
Conclusion of e-voting	20 th November 2026 at 5:00 PM

E-voting shall not be allowed beyond the said date and time.

7. A Member cannot exercise his/her vote through proxy on Postal Ballot.
8. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., on Friday, October 09th, 2026.
9. The resolutions, if passed with requisite majority by the Members through Postal Ballot shall be deemed to be passed on the last date of the voting period i.e. on Friday, 20th November 2026 and shall be deemed to have been passed as if they have been passed at a general meeting of the Members convened in that behalf.
10. The Board of Directors of the Company have appointed M/s KRA & Associates, Practising Company Secretaries, Chennai who are not in employment of the Company as the Scrutinizer, for conducting the said Postal Ballot process in a fair and transparent manner. The Scrutinizer has consented to act as Scrutinizer for this postal ballot.
11. The Scrutinizer will submit their report to the Chairman, or any authorised person of the Company and the results of the Postal Ballot will be announced within two working days from the end of voting period. The said results will be displayed at the Registered Office of the Company and intimated to the BSE Limited (BSE), where the shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website <https://indusfinance.in/> and on the website of CDSL www.evotingindia.com.

Relevant documents referred to in the Postal Ballot Notice and the Statement under Section 102 of the Act are available for inspection by the Members at the Registered Office of the Company during 11:00 a.m. to 5:00 p.m. on all working days (Monday - Friday) till the last date for E-voting. Members seeking inspection may send an e-mail to cs@indusfinance.in, mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card or Aadhaar Card attached to the e-mail.

12. The instructions for E-voting are as under:

- i) The voting period begins at 9:00 AM on Thursday, 22nd October 2026 and ends on 5:00 PM Friday, 20th November 2026. During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on Friday, October 09th, 2026 may cast their votes electronically. The E-voting module shall be disabled by CDSL for voting thereafter.



Indus Finance Ltd

CIN : L65191TN1992PLC022317

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- ii) 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 e-mail address in their demat accounts in order to access the E-voting facility.
- iii) Pursuant to aforesaid SEBI Circular, login process for E-voting for Individual shareholders holding securities in Demat mode is given below:

E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

E-Voting Service Provider: Central Depository Services (India) Limited (CDSL)

Registrar & Transfer Agent (RTA): Cameo Corporate Services Limited, Chennai ("Cameo")

VOTING THROUGH ELECTRONIC MEANS

The voting through electronic means involves the following two steps:

Step 1: Access through Depositories (CDSL/NSDL) e-Voting system in case of Individual Shareholders holding shares in Demat mode.

Step 2: Access through the CDSL e-Voting system in case of Shareholders holding shares in Physical mode and Non-Individual Shareholders in Demat mode.

STEP 1: ACCESS THROUGH DEPOSITORIES (CDSL/NSDL) E-VOTING SYSTEM

A. LOGIN METHOD FOR E-VOTING FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

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 address in their demat accounts in order to access the e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for the CDSL Easi/Easiest facility can log in through their existing user ID and password. An option will be made available to reach the e-Voting page without any further authentication. The users to log in to Easi/Easiest are requested to visit the CDSL website www.cdslindia.com and click on the 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 the Company.



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

Type of Shareholders	Login Method
	On clicking the e-Voting option, the user will be able to see the e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period. 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' websites directly.

 3) If the user is not registered for Easi/Easiest, an option to register is available at the CDSL website www.cdslindia.com — click on the login & My Easi New (Token) Tab and then click on the registration option.

 4) Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN from an e-Voting link available on the www.cdslindia.com home page. The system will authenticate the user by sending an OTP on the registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the e-Voting is in progress, and also be able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with NSDL	1) If you are already registered for the 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 the '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 the e-Voting services. Click on "Access to e-Voting" under e-Voting services, and you will be able to see the e-Voting page. Click on the Company name or e-Voting service provider name, and you will be redirected to the e-Voting service provider website for casting your vote during the remote e-Voting period.

 2) If the user is not registered for IDeAS e-Services, an 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 the e-Voting system is launched, click on the icon "Login", which is available under the '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 the NSDL Depository site, where you can see the e-Voting page. Click on the



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CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

Type of Shareholders	Login Method
	Company name or e-Voting service provider name, and you will be redirected to the e-Voting service provider website for casting your vote during the remote e-Voting period.

 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 an OTP. Enter the OTP received on the registered email id/mobile number and click on login. After successful authentication, you will be redirected to the NSDL Depository site, wherein you can see the e-Voting page. Click on the company name or e-Voting service provider name i.e., CDSL, and you will be redirected to the e-Voting website of CDSL for casting your vote during the remote e-Voting period.
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 the e-Voting facility. After successful login, you will be able to see the e-Voting option. Once you click on the e-Voting option, you will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein you can see the e-Voting feature. Click on the company name or e-Voting service provider name, and you will be redirected to the e-Voting service provider website for casting your vote during the remote e-Voting period.

Important Note: Members who are unable to retrieve their User ID/Password are advised to use the Forget User ID and Forget Password option available at the above-mentioned websites.

Helpdesk for Individual Shareholders holding securities in Demat mode

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.co.in or call at 022 - 4886 7000 and 022 - 2499 7000



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

STEP 2: ACCESS THROUGH CDSL E-VOTING SYSTEM

B. LOGIN METHOD FOR SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

How to Log-in to the CDSL e-Voting website?

1. Visit the e-Voting website of CDSL. Open web browser by typing the following URL:
<https://www.evotingindia.com>.
2. Click on the "Shareholders" module.
3. Now, enter your **User ID**:
 - **For CDSL**: 16-digit Beneficiary ID
 - **For NSDL**: 8 Character DP ID followed by 8 Digit Client ID
 - **Shareholders holding shares in Physical Form** should enter the 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:

Field	Details
PAN	Enter your 10-digit alpha-numeric PAN issued by the 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 the Company/RTA or contact the 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 the Company records to log in. If both details are not recorded with the Depository or Company, please enter the member ID/folio number in the Dividend Bank details field.

7. After entering these details appropriately, click on the "**SUBMIT**" tab.
8. Shareholders holding shares in **physical form** will then directly reach the Company selection screen. However, shareholders holding shares in **Demat form** will now reach the 'Password Creation' menu, wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the Demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that the Company opts for e-voting through the CDSL platform. **It is strongly recommended not to share your password with any other person** and take utmost care to keep your password confidential.
9. For shareholders holding shares in **physical form**, the details can be used only for e-Voting on the resolutions contained in this Notice.



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

CAST YOUR VOTE ELECTRONICALLY ON CDSL E-VOTING SYSTEM

How to cast your vote electronically on CDSL e-Voting system?

1. Click on the **EVS** of the Company on which you choose to vote.
2. 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 the option NO implies that you **dissent** from the Resolution.
3. Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
4. 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.
5. Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
6. You can also take a print of the votes cast by clicking on the "**Click here to print**" option on the Voting page.
7. 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.
8. There is also an optional provision to upload BR/POA if any are uploaded, which will be made available to the scrutinizer for verification.

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.
- 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 to send the relevant Board Resolution/Authority letter, etc. together with the attested specimen signature of the duly authorized signatory who is authorized to vote, to the Scrutinizer by e-mail with a copy marked to the Company's designated e-mail address, if they have voted from the



Indus Finance Ltd

CIN : L65191TN1992PLC022317

E-mail : contact@indusfinance.com

individual tab & not uploaded the same in the CDSL e-Voting system for the scrutinizer to verify the same.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot Password**" option available on www.evotingindia.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evotingindia.com or call on toll-free no. **1800 21 09911** or send a request to helpdesk.evoting@cdslindia.com.
3. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (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**.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF EMAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

1. **In case shares are held in physical mode:** Please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to the RTA at investor@cameoindia.com.
2. **In case shares are held in demat mode:** 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.
4. If your e-mail ID is already registered with the Company / RTA i.e., Cameo Corporate Services Ltd, Chennai ("Cameo") / Depositories, login details for e-Voting are being sent on your registered e-mail ID.
5. In case of a member whose e-mail address is not registered/updated with the Company/Cameo/Depository Participant(s), please follow the steps below to generate your login credentials:
 - a) Visit the investor portal at <https://investors.cameoindia.com> and submit your request for login credentials along with the required documents.
 - b) Alternatively, shareholder/members may send a request to helpdesk.evoting@cdslindia.com for procuring user ID and password for e-Voting by providing the above-mentioned documents.



Indus Finance Ltd

CIN : L65191TN1992PLC022317

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- c) After due verification, Cameo will forward your e-Voting login credentials to your registered e-mail address.
6. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

KYC COMPLIANCE FOR PHYSICAL SHAREHOLDERS

Members are requested to note that SEBI vide circular dated November 3, 2021 and subsequent circulars has mandated that Members holding shares in physical mode are required to update the following with the Company/RTA:

- PAN
- KYC details containing address, mobile number, e-mail address, bank account details
- Nomination details

Also, pursuant to the above SEBI Circulars, with effect from April 01, 2024, in case of non-updation of PAN and KYC details except "choice of nomination", the shareholders holding shares in physical form shall be eligible for the following only after furnishing KYC details:

- To lodge grievance or avail any service request from the RTA
- To receive any payment of dividend through electronic mode in respect of shares held in the folio in physical form

Members holding shares in physical mode, who have not registered their above particulars are requested to register the same with the Company/RTA in the prescribed Forms i.e. ISR-1, ISR-2, ISR-3 or SH-13 / SH-14 at the earliest.

RTA CONTACT DETAILS

Cameo Corporate Services Limited

Subramanian Building, No. 1, Club House Road,

Chennai – 600 002, Tamil Nadu, India

Telephone: +91-44-40020700

Email: investor@cameoindia.com

Online Investor Portal: <https://wisdom.cameoindia.com>

Website: www.cameoindia.com

Any clarifications in this regard may be addressed to the RTA at investor@cameoindia.com.



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

As required under Section 102 of the Act, the following Explanatory Statement sets out all the material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 1

Members are requested to note that to enhance the wealth creation to the shareholders, increasing the liquidity of the equity shares for broader retail participation, the Board at its meeting held on October 14th, 2026 have considered and recommended issue of bonus equity shares of ₹10/- each (Rupee Ten only) in the ratio of 5 (Five) equity share for every 9 (Nine) existing fully paid-up equity shares of ₹10/- each (Rupee Ten only) each, held as on a record date to be determined by the Company, thereby capitalizing a sum not exceeding ₹5,14,35,000/- (Rupees Five Crores Fourteen Lakhs Thirty Five Thousand Only) out of capital redemption reserves and / or securities premium received in cash and / or free reserve and / or retained earnings of the Company, as may be considered appropriate.

Article 26 of the Articles of Association of the Company permits capitalisation of any part of the amount for the time being standing to the credit of the free reserves and/or the securities premium account and/or capital redemption reserve of the Company as may be considered necessary by the Board, for the purpose of issue of the bonus shares.

The proposed issue of bonus equity shares would be in terms of Section 63 of the Companies Act, 2013, rules made thereunder, guidelines issued by Securities & Exchange Board of India (SEBI) and subject to the approvals, if required, from the statutory authorities.

Members to note that pursuant to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s). Further, to the members holding equity shares in physical form, the Company shall credit the bonus equity shares to a suspense escrow demat account to hold these shares till they are claimed by the beneficiaries and the Voting rights of the bonus equity shares held in the suspense escrow demat account, shall remain frozen until they are transferred to the Demat account of the beneficiaries.

The Bonus Shares so issued/allotted shall rank *pari-passu* in all respects as on the date of allotment. As per the provisions of Section 63 of the Companies Act, 2013, approval of the shareholders is required to be accorded for issuance of Bonus Shares to the members of the Company by way of an Ordinary Resolution. Accordingly, the Directors have recommended the resolution set out under Item No.1 for the approval of the Members by way of passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in this Postal Ballot Notice, except to the extent of their shareholding, if any, in the Company as on the record date.

By Order of the Board of Directors

**14th October 2026
Chennai**

**Sd/-
DINAKAR K K
Company Secretary & Compliance Officer**