GSB FINANCE LIMITED

CIN: L99999MH2001PLC134193
GSTIN: 27AACCG0914E1Z3

Date: July 16, 2026

To,
BSE Limited
The Corporate Relationship Department
Phiroze Jeejeebhoy Towers,1st Floor,
Dalal Street Mumbai - 400 001

Scrip Code: 511543

Sub: Notice of the upcoming Extra-ordinary General Meeting of the Company

Dear Sir / Ma'am,

With reference to the captioned subject, we wish to inform you that the 01st / 2026-27 **Extra-Ordinary General Meeting** ("EGM") of GSB Finance Limited is scheduled to be held on **Monday, 10th August 2026** at **12:30 p.m. IST** via Video Conferencing (VC) / Other Audio Visual Means (OAVM), in compliance with the applicable circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

Further, the Company is providing facility of remote e-voting to its members, the schedule of which are as under:

Event	Schedule
Cut-off Date for remote e-voting	Monday, 03rd August 2026
Commencement of remote e-voting	Friday, 07th August 2026
End of remote e-voting	Sunday, 09th August 2026

The Notice of the said EGM has been enclosed with this letter.

Kindly take the same on your records.

Yours Sincerely,
For GSB Finance Limited

AKSHAT SHARMA
Digitally signed by AKSHAT SHARMA
Date: 2026.07.16 14:22:09 +05'30'

Akshat Sharma
Company Secretary

Encl: a/a

GSB Finance Limited

CIN: L99999MH2001PLC134193

Registered Office: 201, 2nd Floor, Eco Space I.T. Park Building, Village Mogra, Old Nagardas Road, Andheri (E) Mumbai (MH) - 400069.

Corporate Office: 301, 2nd Floor, Eskay Plaza, Anand Talkies Road, Raipur (CG) -492001.

Tel: 0771-4210000 | E-mail: compliance@gsbfinancelimited.com | Website: https://gsbfinancelimited.com/

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the Extra-Ordinary General Meeting of the members of GSB Finance Limited will be held on Monday, August 10,2026 at 12:30 p.m. (IST) through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM") to transact the following business:

SPECIAL BUSINESS:

1. Increase in the Authorized Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association.

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

"**RESOLVED THAT** pursuant to Sections 13, 61(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and Rules made thereunder, applicable provisions under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant provisions of the Articles of Association of the Company and provisions of any other applicable laws, or any amendment or modifications or any re-enactment thereof, the consent of the Members of the Company be and is hereby accorded for increasing the authorized share capital of the Company from Rs. 6,00,00,000/- (Rupees Six Crores only) comprising of 60,00,000 (Sixty Lakh) Equity Shares of Rs. 10/- (Rupee Ten) each to Rs. 10,00,00,000/- (Rupees Ten Crores only) comprising of 1,00,00,000 (One Crore) Equity Shares of Re. 10/- (Rupee Ten) each and consequently the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following new clause V:

V. The Authorized Share Capital of Company is Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 Equity Shares of Rs. 10/- each with power to increase and reduce the capital to divide the shares In the capital for the time being into several classes and attach thereto respectively such preferential or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and the Companies Act, 2013 and to vary, modify or abrogate such rights, privileges and conditions in such manner as may for the time being be provided by the regulations of the Company.

RESOLVED FURTHER THAT the Board of Directors and / or the Company Secretary be and are hereby severally authorized to file necessary returns/ forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution."

2. Issue of Equity Shares on Preferential Basis

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment (s) thereof for the time being in force), the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure

Requirements) Regulations, 2018, as amended (the "SEBI (ICDR) Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations"), Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations"), the Foreign Exchange Management Act, 1999, as amended (the "FEMA"), and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Reserve Bank of India ("RBI"), Ministry of Corporate Affairs ("MCA"), Government of India ("GOI"), the Securities and Exchange Board of India ("SEBI") and BSE Limited where the equity shares of the Company are listed ("Stock Exchange"), or any other authority/body and enabling provisions in the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory/regulatory and/or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals/sanctions/permissions and/or consents, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee(s), which the Board has constituted or may constitute to exercise its powers, including the powers conferred on the Board by this resolution), consent of the Members of the Company be and is hereby accorded, to create, offer, issue and allot at an appropriate time, in one or more tranches on a preferential basis, up to **12,00,000 (Twelve Lakhs) Equity Shares** of face value Rs. 10/- (Rupees Ten Only) each ("Equity Shares") for cash at a price of **Rs. 36/- (Rupee Thirty-Six Only) per equity share**, including a premium of Rs. 26/- (Rupees Twenty-Six) per equity share, for an amount up to Rs. 4,32,00,000/- (Rupees Four Crore Thirty Two Lakh Only) to the below mentioned Allottees, ("Proposed Allottees"), provided that the minimum price of Equity Shares so issued shall not be less than the price arrived at, in accordance with Chapter V of the SEBI (ICDR) Regulations for preferential issue on such terms and conditions, as are stipulated in the explanatory statement attached and as Board may deemed fit in its absolute discretion;

Sr. No.	Name of the Proposed Allottees	Category of Subscriber	Number of Equity Shares	Consideration (Amount in Rs.)
1	Vivek Kumar Singhal	Promoter	6,50,000	Rs. 2,34,00,000/-
2	Nivesh Mandi Private Limited	Promoter	3,50,000	Rs.1,26,00,000/-
3	Sumit Dilip Jain	Non-Promoter	66,665	Rs.23,99,940/-
4	Shinay Agrawal	Non-Promoter	66,665	Rs.23,99,940/-
5	Deepesh Chopda	Non-Promoter	66,670	Rs.24,00,120/-
Total			**12,00,000**	**Rs.4,32,00,000/-**

RESOLVED FURTHER THAT in accordance with the provisions of Chapter V of the SEBI (ICDR) Regulations the **"Relevant Date"** for the purpose of calculating the floor price for the issue of Equity Shares be and is hereby fixed as Friday, **July 10, 2026** (As Relevant Date is falling on weekend i.e. Saturday, July 11, 2026, therefore the day preceding the weekend is reckoned as the Relevant Date) being the date 30 days prior to the date of Extra-Ordinary General Meeting i.e. Monday, August 10, 2026;

RESOLVED FURTHER THAT all such Equity Shares to be issued and allotted by the Board shall be subject to provisions of Memorandum and Article of Association of the Company and shall rank pari passu in all respect including dividend and voting rights with the existing Equity Shares of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, the names of the Proposed Allottees be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer cum application letter in Form No. PAS-4 be issued to the Proposed Allottees inviting them to subscribe to the Equity Shares and consent of the Members of the Company be and is hereby accorded to the issuance of the same to the Proposed Allottees inviting them to subscribe to the Equity Shares;

RESOLVED FURTHER THAT the monies received by the Company from the Proposed Allottees for application of the Equity Shares pursuant to this preferential issue be kept by the Company in a separate bank account;

RESOLVED FURTHER THAT the Proposed Allottees shall be required to bring in the entire consideration for the Equity Shares to be allotted, along with application letter and the consideration for allotment of Equity shares shall be paid to the Company from the bank accounts of the respective proposed allottees;

RESOLVED FURTHER THAT the allotment shall be completed within a period of 15 days from the passing of this resolution, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from applicable regulatory authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions;

RESOLVED FURTHER THAT the Equity Shares to be allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall be issued in dematerialized form and shall be subject to lock-in for such period as may be prescribed under Regulation 167 of the SEBI (ICDR) Regulations and the Equity Shares so offered, issued and allotted will be listed on Stock Exchanges where the Equity Shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchange as appropriate and utilisation of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchange for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI (ICDR) Regulations and the SEBI Listing Regulations, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power herein conferred, to any committee or to one or more Directors or executive of the Company including making necessary filings with the Stock Exchange and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint consultants, professional advisors and legal advisors to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

3. Change of Name of the Company and consequential amendment to Memorandum of Association and Articles of Association of the Company.

To consider, and if thought fit, to pass, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 4, 5, 13, 14 and 15 and other applicable provisions, if any, of the Companies Act, 2013, read with applicable rules framed (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum of Association and Articles of Association of the Company and all other acts, rules, regulations, circulars as may be applicable and subject to the approval of the Central Government, Stock Exchange(s) or appropriate regulatory and statutory authorities, the consent of the Members of the Company be and is hereby accorded to change the name of the Company from **"GSB Finance Limited"** to **"Coffers Finvest Limited"** with effect from the date of issuance of a "Fresh Certificate of Incorporation" in favour of the Company by the Registrar of Companies, and consequently change the name of the Company wherever appearing in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the existing Name Clause of the Memorandum of Association of the Company be altered and substituted with the following clause:

I. The name of the Company is "Coffers Finvest Limited".

RESOLVED FURTHER THAT upon receipt of the fresh certificate of incorporation by the Registrar of Companies, consequent upon change of name the name "GSB Finance Limited" wherever appearing in any of the documents / records of the Company be substituted by the new name "Coffers Finvest Limited" in accordance with the provisions of applicable laws.

RESOLVED FURTHER THAT the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to file all the necessary forms and / or returns and make application(s) to the ROC and / or to Central Government, stock exchanges and / or any other statutory authorities, to act, represent and/or appear before any statutory authorities for and on behalf of the Company, to delegate all or any of the aforesaid powers in favor of any person(s) / official(s) etc., to settle any question, doubt or difficulty which may arise in this regard and to do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give effect to this Resolution."

By Order of the Board
For GSB Finance Limited

Sd/-
Akshat Sharma
Company Secretary & Compliance Officer
(M. no. A-67006)

Date: July 13, 2026
Place: Raipur (C.G.)

Notes and Instructions:

Cut-off date for eligibility to vote	Monday, 03rd August 2026
Remote e-voting commencement date	Friday, 07th August 2026 – 09:00 a.m. IST
Remote e-voting conclusion date	Sunday, 09th August 2026 – 05:00 p.m. IST

1. The **Explanatory Statement** pursuant to Section 102 of the Act setting out the material facts and reasons in respect of the resolutions as set out above, is annexed hereto and forms part of this Notice.

2. Pursuant to the General Circulars 2/2022 and 19/2021, and other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and other circulars issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold EGM through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM"), without the physical presence of Members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC mode.

3. The proceedings of the EGM shall be deemed to be conducted in the Registered office of the Company.

4. The Company has appointed MUFG Intime India Private Limited. ("MUFG"), to provide the facility of VC / OAVM for the EGM and the attendant enablers for conducting the EGM as well as the facility of casting votes by a member using remote e-voting system and e-voting at venue on the date of the EGM.

5. In compliance with the MCA Circulars and SEBI circulars, Notice of the EGM along is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company /Registrar and Transfer Agent / Depository Participants / Depositories. Shareholders may also note that the Notice of the EGM will also be available on the website of the Company at https://gsbfinancelimited.com/.

6. Since this EGM is being held through VC / OAVM, pursuant to the MCA Circular, the facility to appoint proxy(ies) to attend and cast vote for the members is not available for this EGM and physical attendance of Members has been dispensed with, and therefore the Proxy form, Attendance slip, and the Route map are not annexed to this Notice.

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

8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM will be provided by MUFG Intime India Private Limited ("MUFG").

9. Members who have voted through remote e-Voting will be eligible to attend the EGM but will not be eligible to vote thereat.

10. The remote e-voting period commences on Friday, 07th August 2026 (09:00 a.m. IST) and ends on Sunday, 09th August 2026 (5.00 p.m. IST). The Members of the Company holding shares, as on the cut-off date i.e. Monday, 03rd August 2026, may cast their votes by remote e-voting during the aforesaid period. The remote e-voting module shall be disabled by MUFG for voting thereafter.

11. Those Members, who will be present at the EGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting, shall be eligible to vote through e-voting system during the EGM. Once the vote is cast on a resolution by the Member, such Member will not be allowed to change it subsequently.

12. A person, whose name is recorded in the register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date, viz., Monday, 03rd August 2026 only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through electronic voting system. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

13. Ms. Ashita Kaul (FCS: 6988, CP: 6529) from M/s. Ashita Kaul & Associates Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner after the conclusion of e-voting at the Meeting.

14. The Scrutinizer will scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman or a person authorized by him in writing, who shall countersign the same.

15. Subject to receipt of requisite number of votes, the resolutions shall be deemed to have been passed on the date of the EGM i.e. Monday 10th August 2026.

16. The detailed steps on the process and the manner to access the VC / OAVM facility at the EGM and for remote e-voting / e-voting at the EGM are as follows:

THE INTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".
b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

<u>Shareholders not registered for IDeAS facility:</u>

a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
c) Enter the last 4 digits of your bank account / generate ‘OTP’
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Google Play | App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

<u>Shareholders registered for Easi/ Easiest facility:</u>

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.
b) Enter existing username, Password & click on “Login”.

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website
b) After Successful login, user shall navigate through "e-voting" option.
c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

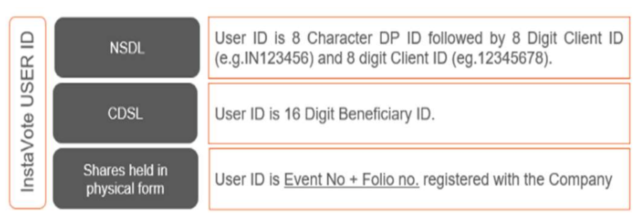
Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.
b) Enter details as under:
    1. User ID: Enter User ID
    2. Password: Enter existing Password
    3. Enter Image Verification (CAPTCHA) Code
    4. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")



Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
    - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
    - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
    - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.

(The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon. E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
B. Click on “Investor Mapping” tab under the Menu section
C. Map the Investor with the following details:

1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
3) ‘Investor PAN’ - Enter your 10-digit PAN.
4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) Click on “Votes Entry” tab under the Menu section.
c) Enter the “Event No.” for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under “On-going Events”.

d) Enter “16-digit Demat Account No.”.
e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) After successful login, you will see “Notification for e-voting”.
c) Select “View” icon for “Company’s Name / Event number”.
d) E-voting page will appear.
e) Download sample vote file from “Download Sample Vote File” tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

INSTRUCTIONS FOR JOINING EGM THROUGH VC MODE / INSTAMEET VC INSTRUCTIONS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login"**.

b) Select the "Company Name" and register with your following details:

c) Select Check Box - **Demat Account No**. / **Folio No.** / **PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link “Cast your vote”.

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.

d) After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Notes:

- *Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting.*

- *Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.*

- *Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.*

- *Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.*

- *Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.*

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

Explanatory Statement pursuant to Section 102 of the Companies Act 2013

Item No. 1

Considering the Company's present position and its future business plans, growth strategies, and expansion initiatives, it may be necessary to raise additional funds through various permissible modes to scale up operations and strengthen its market presence. Accordingly, in order to facilitate such fund-raising initiatives and support the Company's long-term growth objectives, it is proposed to increase the Authorized Share Capital of the Company.

The present Authorized Share Capital of the Company as on even date stands at Rs. 6,00,00,000 (Rupees Six Crores only) divided into 60,00,000 (Sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each. The Board of Directors at its meeting held on 13th July 2026, approved the increase of authorized share capital of the Company, and the consequent alteration in the capital clause of the Memorandum of Association, subject to the approval of the members of the Company by way of passing Ordinary Resolution to that effect.

Accordingly, the Board of Directors have recommended to increase the Authorized Share Capital of the Company from existing Rs. 6,00,00,000 (Rupees Six Crores only) divided into 60,00,000 (Sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each, to Rs. 10,00,00,000 (Rupees Ten Crores Only) comprising of 1,00,00,000 (One Crore) Equity shares of Rs. 10/- (Ten) each.

The Board recommends and seeks members' approval by way of Ordinary Resolution for the resolution as set out under item no. 1 of this Notice.

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

Item No. 2

The Board in their Meeting held on July 13, 2026, subject to necessary approval(s), had approved to offer, issue and allot equity shares of the Company to proposed allottees on preferential basis.

In accordance with Sections 42 and 62(1)(c) and other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, approval of shareholders of the Company by way of special resolution is required to issue of up to **12,00,000 (Twelve Lakh) Equity Shares** of face value Rs. 10/- (Rupees Ten Only) each ("Equity Shares") for cash at a price **of Rs. 36/- (Rupees Thirty-Six) per equity share** (including a premium of Rs. 26/- (Rupees Twenty-Six Only) per equity share for an amount up to Rs. 4,32,00,000/- (Rupees Four Crore Thirty-Two Lakhs Only) to the below allottees to whom the shares to be allotted on Preferential basis;

Sr. No.	Name of the Proposed Allottees	Category of Subscriber	Number of Equity Shares	Consideration (Amount in Rs.)
1	Vivek Kumar Singhal	Promoter	6,50,000	2,34,00,000
2	Nivesh Mandi Private Limited	Promoter	3,50,000	1,26,00,000

3	Sumit Dilip Jain	Non-Promoter	66,665	23,99,940
4	Shinay Agrawal	Non-Promoter	66,665	23,99,940
5	Deepesh Chopda	Non-Promoter	66,670	24,00,120
Total			**12,00,000**	**4,32,00,000**

Necessary information or details in respect of the proposed Preferential Issue of Equity Shares in terms of Section 42 and 62(1)(c) of the Companies Act, 2013 read with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Chapter V of the SEBI (ICDR) Regulations are as under:

A. Particulars of the offer including date of passing of the Board resolution, kind of securities offered, total/maximum number of securities to be issued and the Issue Price:

The Board of Directors of the Company had, at its meeting held on July 13, 2026, subject to the approval of the Members of the Company and such other approvals as may be required under the applicable law(s), approved the issuance of 12,00,000 (Twelve Lakhs) fully paid-up Equity Shares of the Company to Proposed Allottees, by way of a preferential issuance on a private placement basis, at a price of Rs. 36/- (Rupees Thirty-Six Only) for each Equity Share, aggregating to Rs. 4,32,00,000/- (Rupees Four Crore Thirty-Two Lakhs), being the price determined in accordance with Chapter V of the ICDR Regulations. The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights

B. Objects of the Preferential Issue:

The proceeds from the proposed preferential issuance of equity shares to GSB Finance Limited are intended to be deployed prudently in compliance with applicable laws and the Company's policies. The funds are proposed to be utilised for the following purposes ("Objects")

1. **Onward Lending / Investing Business**: To meet the funding requirements for financing business of the Company by way of loans to the customers, or investing in shares / securities in the ordinary course of business of the Company.

2. **General Corporate Purposes:** Meeting other business and corporate requirements in line with the Company's policies.

The Company shall utilise the proceeds of the preferential issue of Equity Shares in the following manner (wherein it shall ***not utilise more than 25% of the consideration received for allotment of Equity Shares for general corporate purpose***): -

Nature of utilisation	Nature of utilisation Amount (Rs.)	Tentative timeline for utilisation
Onward Lending / Investing Business	3,92,00,000	Within 12 (twelve) months from the date of receipt of funds for Subscription Shares.
General Corporate Purposes	40,00,000	
Total	4,32,00,000	

In terms of BSE Circular No. 20221213-47 dated December 13, 2022, the proposed allocation of the proceeds of the Preferential Issue across its Objects is based on management estimates and may vary by ±10%, depending on business needs, market conditions and other commercial and technical considerations.

The actual utilisation of the proceeds of the Preferential Issue and the timelines for such utilisation will depend on various factors, including financial, market and sectoral conditions, business performance, strategy and other external factors beyond the Company's control. Accordingly, the Board of Directors (or a committee thereof) may revise the utilisation schedule, subject to compliance with applicable laws.

Any variation in the estimated amounts, as permitted above, shall be applied only inter-se amongst the stated Objects of the Preferential Issue and shall not be utilised towards General Corporate Purposes. In the event that the proceeds of the Preferential Issue are not fully utilised within the period indicated, the unutilised proceeds shall be deployed in subsequent periods as determined by the Board of Directors (or a committee thereof), in accordance with applicable laws.

<u>Interim use of proceeds of the Preferential Issue:</u>

Any pending utilisation of the proceeds of the Preferential Issue for its Objects, the Company may, in accordance with applicable laws and the policies approved by the Board of Directors from time to time, invest such proceeds in money market instruments, debt market instruments (including liquid funds and mutual funds), deposits with scheduled commercial banks, or such other instruments or avenues as may be permitted under applicable laws.

C. Maximum number of securities to be issued:

The Board of Directors of the Company at their meeting held on Monday, July 13, 2026, subject to the approval of the Members of the Company ("Members") and such other approvals as may be required, had approved the issue of Equity shares having face value of Rs. 10/- (Rupees Ten Only) on a preferential basis, for cash consideration, in the following manner:

Sr. No.	Name of the Proposed Allottees	Number of Equity Shares	Price of each Equity Share (in Rs.)	Total Amount (in Rs.)
1	Vivek Kumar Singhal	650000	36	2,34,00,000
2	Nivesh Mandi Private Limited	350000	36	1,26,00,000
3	Sumit Dilip Jain	66,665	36	23,99,940
4	Shinay Agrawal	66,665	36	23,99,940
5	Deepesh Chopda	66,670	36	24,00,120
Total		**12,00,000**		**4,32,00,000**

D. Relevant Date:

In terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the "Relevant Date" for the purpose of calculating the floor price for the issue of Equity Shares be and is hereby fixed as **Friday, July 10, 2026** (As Relevant Date is falling on weekend i.e. Saturday, July 11, 2026, therefore the day preceding the weekend is reckoned as the Relevant Date) being the date 30 days prior to the date of Extra-Ordinary General Meeting i.e. Monday, August 10, 2026;"

E. Basis on which the price has been arrived at and justification for the price (including premium, if any) and Name and Address of the valuer who performed Valuation:

In term of Regulation 164 and 166 (A) of SEBI (ICDR) Regulations, 2018, allotment of more than five per cent of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price in accordance with the SEBI (ICDR) Regulations. Hence, the price shall be determined by the Valuation Report issued by the Independent Registered Valuer.

The issue price is determined in accordance with the Regulations as applicable for Preferential Issue as contained in Chapter V of the SEBI (ICDR) Regulations, 2018 as amended till date.

Further, Articles of Association of the Company doesn't provide for any method of determination for valuation of shares which results in Floor Price higher than determined price pursuant to SEBI (ICDR) Regulations.

Further, in terms of Regulation 166A of the SEBI (ICDR) Regulations, the Company has obtained a valuation report from "Lokesh Bothra", Chartered Accountant and an Independent Registered Valuer-Securities or Financial Assets, having Registration No: **IBBI/RV/06/2020/13393** and the floor price per equity share determined by such independent registered valuer is Rs. 35.23/- (Rupees Thirty-five and twenty three paisa) per Equity Share.

The valuation report shall be available for inspection by the Members at the Meeting and will also be made available on the Company's website and will be accessible at link: https://gsbfinancelimited.com/

F. Amount which the Company intends to raise by way of such securities:

The Company intends to raise up to Rs. 4,32,00,000/- (Rupees Four Crore Thirty Two Lakhs Only).

G. Intent of the Promoters, Directors, Key Managerial Personnel or Senior Management of the Company to subscribe to the Preferential Issue:

Except Mr. Vivek Kumar Singhal, Director/ Promoter of the company and Nivesh Mandi Private Limited Promoter of the company, none of the Promoters, Directors, Key Managerial Personnel or Senior Management intend to subscribe to any Equity Shares pursuant to the Preferential Issue.

H. Time frame within which the Preferential Issue shall be completed:

As required under the SEBI (ICDR) Regulations, the Equity Shares shall be allotted by the Company within a period of 15 days from the date of passing of Resolution, provided that where the allotment of the proposed Equity Shares is pending on account of receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

I. Name of the proposed allottees, class and percentage of post Preferential Issue capital that may be held by them:

Sr. No.	Name of the Allottee	Category of the allottee as per Regulation 31(1) of SEBI (LODR) Regulations, 2015	Pre-Preferential Holding		Post-Preferential Holding	
			No. of Shares	% of Holding	No. of Shares	% of Holding
1	Vivek Kumar Singhal	Promoter	1570355	26.17%	22,20,355	30.84%
2	Nivesh Mandi Private Limited	Promoter	452000	7.53%	8,02,000	11.14%
3	Sumit Dilip Jain	Non-Promoter	NIL	NIL	66,665	0.93%
4	Shinay Agrawal	Non-Promoter	NIL	NIL	66,665	0.93%
5	Deepesh Chopda	Non-Promoter	5	0.00%	66,675	0.93%

	TOTAL		20,22,360	33.71%	32,22,360	44.76%

J. Contribution being made by the promoters or Directors either as part of the offer or separately in furtherance of objects-

Contribution is being made by Mr. Vivek Kumar Singhal the Director of the Company as part of the offer.

K. Shareholding pattern of the Company before and after the Preferential Issue:

The shareholding pattern of the Company giving the position as on June 30, 2026 being the latest practicable date prior to the approval of Board of Directors of the Company and Members of the Company is provided as **Annexure "A"**.

L. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the Preferential Issue:

Proposed Allottees	Names of ultimate beneficial owners of proposed allottee(s)
Vivek Kumar Singhal	NA
Nivesh Mandi Private Limited	Vivek Kumar Singhal
Sumit Dilip Jain	NA
Shinay Agrawal	NA
Deepesh Chopda	NA

M. Change in Control or Management, if any, that would occur in the Company consequent to the Preferential Issue:

There shall be no change in management or control of the Company pursuant to the aforesaid issue of Equity Shares. However, the percentage of shareholding and voting rights exercised by the shareholders of the Company will change in accordance with the change in the shareholding pattern pursuant to the Preferential Issue.

N. Justification for offer being made for consideration other than cash together with the valuation report of the Registered Valuer:

The same is Not applicable. The specified offer is being made for cash.

O. Principal terms of assets charged as securities:

The same is not applicable to the Company.

P. Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price:

Save and except the preferential issue as proposed in the resolution the Company has made no other issue or allotment of securities on preferential basis during the financial year 2026-2027.

Q. Lock-in Period:

The Equity Shares shall be locked-in for such period as may be specified under chapter V of the SEBI (ICDR) Regulations.

The entire pre-preferential allotment shareholding of the above Allottees Shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval as per Regulation 167(6) the SEBI (ICDR) Regulations.

R. Listing:

The Company will make an application to the Stock Exchange, BSE Limited, at which the existing shares of the Company are listed, for listing of the equity shares. Such equity shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend and voting rights.

S. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:

Sl. No	Name of the Proposed Allottee	Pre- Preferential Issue	Post- Preferential Issue
		Category (Promoter/ Non - Promoter)	Category (Promoter/ Non - Promoter)
1	Vivek Kumar Singhal	Promoter	Promoter
2	Nivesh Mandi Private Limited	Promoter	Promoter
3	Sumit Dilip Jain	Non-Promoter	Non-Promoter
4	Shinay Agrawal	Non-Promoter	Non-Promoter
5	Deepesh Chopda	Non-Promoter	Non-Promoter

T. Practicing Company Secretary Certificate:

The certificate from M/s. Akshita Kaul & Associates, Practicing Company Secretaries, having its office situated at F-76-A, 1st Floor, Eternity Commercial Complex, Teen Haath Naka, LBS Marg, Thane (West) - 400604, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI (ICDR) Regulations shall be available for inspection by the Members during the Meeting and will also be made available on the Company’s website and will be accessible at https://gsbfinancelimited.com/.

U. Other disclosures:

I. Neither the Company nor its Directors or Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the Schedule VI of SEBI (ICDR) Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI (ICDR) Regulations;

II. The Company is eligible to make the Preferential Issue under Chapter V of the SEBI (ICDR) Regulations;

III. As the Equity Shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI (ICDR) Regulations governing re-computation of the price of shares shall not be applicable;

IV. The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchange (i.e. BSE Limited) and the SEBI Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

V. The proposed allottees have not sold or transferred any Equity Shares during 90 (Ninety) trading days preceding the relevant date.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors recommends the passing of the resolutions as set out in Item No. 2 as special resolution for your approval.

Except Mr. Vivek Kumar Singhal, Managing Director/ CFO, none of the Promoters, Directors, Key Managerial Personnel or Senior Management or their relatives, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice except to the extent of their shareholding in the Company.

Item No. 3

It is proposed to change the name of the Company from 'GSB Finance Limited' to 'Coffers Finvest Limited'. The rationale for the proposed name change is that the existing name, "GSB," is an acronym derived from *Girdhari Sagarmal Biyani*, the name of the erstwhile promoter of the Company. Following the change in management and ownership, the said promoter is no longer associated with the Company in any capacity. Consequently, the existing name no longer reflects the current ownership structure, management, or strategic direction of the Company.

The proposed name, **"Coffers Finvest Limited,"** is more closely aligned with the Company's present business activities, vision, and long-term objectives. The term "Coffers" is commonly associated with a secure repository for money and valuables, making it conceptually relevant to the financial services and Non-Banking Financial Company (NBFC) sector. Further, "Coffers" represents the group identity under which other group entities operate. Adoption of the proposed name will therefore promote brand consistency, enhance market recognition, and create a unified corporate identity across the group.

The Board believes that the proposed name change will more accurately reflect the Company's current positioning and future growth strategy while strengthening its brand value and stakeholder perception.

In view of the above, the Company had made an application for reservation of name for change of name of the Company from "GSB Finance Limited" to "Coffers Finvest Limited" and has received a name availability letter from the Registrar of Companies, Ministry Corporate Affairs, informing no objection with respect to the proposed change in the name of the Company.

The Board of Directors on July 13, 2026 has approved the change in the name of the Company "GSB Finance Limited" to "Coffers Finvest Limited" and the consequent alterations to the Memorandum of Association and the Articles of Association of the Company, subject to the approval of the shareholders of the Company by way of special resolution and approvals of requisite statutory, regulatory or governmental authorities, as may be required under applicable laws.

The members may further note that there is no proposal to change the objects of the Company. The proposed change in name of the Company would not result in change of the legal status, constitution, turnover, operations or activities of the Company, nor would it affect any rights or obligations of the Company or the members and stakeholders.

The Company has complied with Regulation 45 of the Listing Regulations, to the extent they are applicable, and has also obtained a certificate from a Practicing Chartered Accountant in respect of the same, copy of which is annexed herewith as **Annexure-B**.

The Board of Directors recommends the resolution in relation to change of the name of the Company, as set out in Item No. 3 for approval of the members by way of Special Resolution.

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

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Annexure - A
Pre-issue and Post Preferential Issue Shareholding pattern:

S. No.	Category	Pre-Issue Equity		Post Issue	
		No of shares Held	% Of shareholding	No of shares held	% Of shareholding
A	**Promoter Holding**				
1	**Indian**				
(a)	**Individual/ HUF**	1962355	32.71%	2612355	36.28%
b	Central Government / State Government(s)	-	-	-	-
c	Financial Institutions / Banks	-	-	-	-
d	Any Other	1352820	22.54%	1702820	23.65%
2.	**Foreign**				
a	Individuals (Non- Resident Individuals / Foreign Individuals	-	-	-	-
b	Government	-	-	-	-
c	Institutions	-	-	-	-
d	Foreign Portfolio Investor	-	-	-	-
e	Any Other (Specify	-	-	-	-
	Total (A)	**3315175**	**55.25%**	**4315175**	**59.93%**
B	**Public**				
1	Institutions (Domestic)				
2	Institutions (Foreign)	-	-	-	-
3	Central Governments/State Governments	-	-	-	-
4	Non-Institutions	-	-	-	-
	Relatives of promoters (other than "Immediate Relatives" of promoters disclosed under "Promoter and Promoter Group" category)	-	-	-	-
	Directors and their relatives (excluding independent directors and nominee directors)	-	-	-	-
	Public Resident Individuals	2260793	37.68%	24,60,793	34.18%
	Non-Resident Indian (NRI)	8875	0.15%	8875	0.12%
	Any Other **Clearing Member and HUF**	247865	4.13%	247865	3.44%
	Other Including Body corporate	167292	2.79%	167292	2.32%
	Total (B)	**2684825**	**44.75%**	**2884825**	**40.07%**
	TOTAL (A+B)	**6000000**	**100.00%**	**7200000**	**100.00%**

Annexure – B

SUVARNA & KATDARE

CHARTERED ACCOUNTANTS

C-4, Angelina, Baji Prabhu Deshpande Marg, Off Santoshi Mata Mandir, Near Insignia Building, Vile Parle (West), Mumbai- 400 056

TEL.: 26115621 / 26114526 EMAIL:rrs_suvarna@yahoo.com

To,

The Board of Directors
GSB Finance Limited
201, 2nd Floor, Eco Space I.T. Park Building,
Village Mogra, Old Nagardas Road,
Andheri (E) Mumbai (MH) - 400069.

Subject: Certificate pursuant to Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

We have been requested by the management of the **GSB Finance Limited** ("the Company") to issue a certificate certifying the compliance of conditions prescribed under Reg. 45 (1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 ("Regulation") for change of the name of the Company from "GSB Finance Limited" to " Coffers Finvest Limited".

Based on our examination and according to information and explanation given to us and pursuant to the requirement of provision of Regulation 45(1) and (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we do hereby confirm the following:

Regulation	Particulars	Opinion
45(1)(a)	a time period of at least one year has elapsed from the last name change	The Company has not changed its name since last one year.
45(1)(b)	at least fifty percent. of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name	**Not applicable,** since there is no change in the activity / project of the Company in the preceding one-year period.
45(1)(c)	The amount invested in the new activity/project is atleast fifty percent. of the assets of the listed entity	**Not applicable**, since there is no change in the activity / project of the Company.

For Suvarna & Katdare
Chartered Accountants
FRN: 125080W

Ravindra Raju Suvarna

Digitally signed by Ravindra Raju Suvarna
Date: 2026.07.11 17:59:39 +05'30'

SUVARNA & KATDARE MUMBAI REG. No. 125080W CHARTERED ACCOUNTANTS

Ravindra Raju Suvarna
(Partner)
Membership: 032007
UDIN: 26032007KLODDG5272
Date: 11/07/2026
Place: Mumbai