17th July, 2026

BSE Limited
1st Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001
BSE Scrip Code: 544597

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot. C/1, G-Block,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400 051
NSE Symbol: PIRAMALFIN

Dear Sir / Madam,

Sub.: Notice of Postal Ballot – Intimation under Regulations 30 and 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Pursuant to Regulations 30 and 51 of SEBI Listing Regulations, please find enclosed a copy of the Notice of Postal Ballot ('Notice') of the Company. The Notice is being sent to the Members for seeking approval on the following items of special business:

Item No.	Resolution	Resolution Type
1.	Approval to raise capital by way of qualified institutions placement(s), rights issue, preferential allotment or a private placement(s) and/or any combination thereof to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 4,000 crore.	Special Resolution

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs, the Notice is being sent through e-mail to those members whose e-mail addresses are registered with the Company / Depositories / Company's Registrar and Share Transfer Agent i.e., MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) ('MUFG') as on Friday, 10th July, 2026 ('Cut-off Date').

The Company has engaged the services of National Securities Depository Limited to provide remote e-voting facility to its Members. The e-voting facility will be available during the following period:

Commencement of e-voting period	9:00 a.m. IST on Sunday, 19th July, 2026
Conclusion of e-voting period	5:00 p.m. IST on Monday, 17th August, 2026

The Notice is also available on the Company's website www.piramalfinance.com.

Request you to please take the above on record.

Thanking you.

Yours faithfully,
For **Piramal Finance Limited**
(Formerly known as Piramal Capital & Housing Finance Limited)

BIPIN SINGH
Digitally signed by BIPIN SINGH
Date: 2026.07.17 15:39:16 +05'30'

Bipin Singh
Company Secretary

Encl.: As above

PIRAMAL FINANCE LIMITED

(Formerly known as Piramal Capital & Housing Finance Limited)

CIN: L64910MH1984PLC032639

Registered office: 601, 6th floor, Amiti Building, Piramal Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla (West), Mumbai - 400070

Tel: +91-22-6918 1200; **Fax:** +91-22-6835 9780;

Website: www.piramalfinance.com; **E-mail**: corporate.secretarial@piramal.com

NOTICE OF POSTAL BALLOT

[Pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Sections 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (**'the Companies Act'**), read with Rules 20 and 22 of the Companies (Management and Administration Rules, 2014 ('**the Rules**'), read with Secretarial Standard - 2 on General Meetings, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**the Listing Regulations**') and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('**MCA**') for holding general meetings / conducting postal ballot process through electronic voting ('remote e-voting') vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, and subsequent circulars issued in this regard, the latest being 3/2025 dated 22nd September, 2025 ('**MCA Circulars**') and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), that the resolution appended below is proposed to be passed by the Members of Piramal Finance Limited (Formerly known as Piramal Capital & Housing Finance Limited) ('**the Company**'), by way of Postal Ballot, only through remote e-voting process.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act read with the rules framed thereunder and in compliance with the aforesaid MCA Circulars, this Postal Ballot Notice ('**Notice**') is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Registrar and Share Transfer Agent ('**RTA**') / Company / Depositories. Accordingly, in terms of the MCA Circulars, physical copy of the Notice is not being sent to the Members. If your e-mail address is not registered with RTA / Company/ Depositories, please follow the process provided in the Notes to receive this Notice.

An Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Companies Act, setting out the material facts concerning the said resolution and the reasons thereof are annexed hereto for your consideration.

The Board of Directors of the Company have appointed Mr. Bhaskar Upadhyay, (Membership No. 8663, FCS: 9625), Practicing Company Secretary, failing him Mr. Bharat Upadhyay, (Membership No. 5436, FCS: 4457), Practicing Company Secretary of N L Bhatia & Associates, Practicing Company Secretaries as the Scrutinizer, for conducting the Postal Ballot remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed for the said purpose.

The Company has engaged the services of National Securities Depository Limited ('**NSDL**') for the purpose of providing remote e-voting facility to all its Members. Members are required to communicate their assent (FOR) or dissent (AGAINST) through remote e-voting system only. The remote e-voting period commences from Sunday, 19th July, 2026 from 9:00 a.m. (IST) and ends on Monday, 17th August, 2026 at 5:00 p.m. (IST). The e-voting facility will be disabled by NSDL immediately after 5:00 p.m. (IST) on Monday, 17th August, 2026, and same will be disallowed thereafter. Members desiring to exercise their votes are requested to carefully read the "Instructions for Members for remote e-voting" enumerated in the Notes to this Notice.

After completion of scrutiny of the votes, the Scrutinizer will submit its report to the Chairman of the Company, or any other person authorised by the Chairman. The result of the Postal Ballot shall be announced on or before Wednesday, 19th August, 2026. The said results along with the Scrutinizer's Report shall be placed on the Company's website www.piramalfinance.com and on the website of NSDL www.evoting.nsdl.com/ immediately. The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited (together referred to as '**Stock Exchanges**'), where the shares of the Company are listed. The resolution, if approved, shall be deemed to have been passed on the last date of remote e-voting i.e. Monday, 17th August, 2026.

SPECIAL BUSINESS

1. **Approval to raise capital by way of qualified institutions placement(s), rights issue, preferential allotment or a private placement(s) and/or any combination thereof to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 4,000 crore**

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

"**RESOLVED THAT**, pursuant to Sections 23(1), 42, 62(1), 179 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder ("**the Companies Act**"), (including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014), and each including any amendment(s), statutory modification(s), or re-enactment(s) thereof for the time being in force and in accordance with the provisions of the Memorandum of Association ("**MoA**") and Articles of Association ("**AoA**") of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**the Listing Regulations**"), Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended, and the Foreign Exchange Management Act, 1999 including any amendment(s), statutory modification(s), variation(s) or re-enactment(s) thereof, or the rules, regulations, circulars or notifications issued thereunder, including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, the current Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India from time to time, each as amended; the uniform listing agreements entered into by the Company with the National Stock Exchange of India Limited and BSE Limited ("**Stock Exchanges**") where the equity shares of face value of Rs. 2 each of the Company are listed ("**Equity Shares**"), and any other provisions of applicable law (including all other applicable statutes, clarifications, rules, regulations, circulars, notifications, master circulars, master directions and guidelines issued by the Government of India ("**GOI**"), the Ministry of Corporate Affairs ("**MCA**"), the Reserve Bank of India ("**RBI**"), the Securities and Exchange Board of India ("**SEBI**"), Stock Exchanges, Registrar of Companies, Mumbai I at Mumbai ("**ROC**") and such other statutory/regulatory authorities, in India or abroad from time to time ("**Appropriate Authorities**")), and subject to all approvals, permissions, consents, and/or sanctions as may be necessary or required from the Appropriate Authorities, and guidelines and clarifications issued thereon from time to time and subject to such terms, conditions, or modifications as may be prescribed or imposed while granting such approvals, permissions, consents, and/or sanctions by any of the aforesaid Appropriate Authorities, which may be agreed to by the Board of Directors of the Company ("**the Board**"), which term shall include the Committee of Directors (Administration, Authorisation & Finance) of the Board (**the** "**Committee**")), the consent of the members of the Company is hereby accorded to create, offer, issue and allot such number of equity shares, convertible securities (including compulsory or optionally convertible preferential shares or debentures, warrants, etc), non-convertible debentures along with warrants, or any other equity-linked securities, or any combination thereof, as permitted under applicable law (all of which are hereinafter referred to as "**Securities**"), for cash or otherwise, with or without a green shoe option, in one or more tranches, and/or one or more issuances, simultaneously or otherwise, for an aggregate amount up to Rs. 4,000 crore (Rupees Four Thousand crore only) (inclusive of such premium to face value as may be fixed on such Securities) whether rupee denominated or denominated in one or more foreign currencies, by way of qualified institutions placement(s) ("**QIP**"), preferential allotment, private placement(s), rights issue and/or any other method as may be permitted under applicable laws, or any combination thereof, in the course of domestic or international offerings, through issue of preliminary placement document, placement document, offering circular, information memorandum, private placement cum application form, letter of offer, disclosure documents or other requisite offer documents or documents, circulars, memoranda in relation to the offering ("**Offering Material**"), to any eligible person including retail investors, non-institutional investors, institutional investors (including qualified institutional buyers as defined under the SEBI ICDR Regulations), and/or any other categories of investors, who are authorized and eligible to invest in the Securities of the Company as per extant regulations/ guidelines or any combination of the above, whether resident in India or outside, whether they being existing holders of the Securities or not (collectively referred to as the "**Investors**"), as may be decided by the Board in its absolute discretion and permitted under applicable laws and regulations at such price or prices, at a discount or premium to market price or prices permitted under applicable laws, with authority to retain over subscription up to such percentage as may be permitted under applicable laws and in such manner and on such terms as may be deemed appropriate by the Board at its absolute discretion (such issuance, offer and allotment, the "**Issue(s)**") considering the prevailing market conditions and other relevant factors in consultation with the lead managers/book running lead manager(s) and/or underwriter(s) and/or other advisor(s) appointed, or to be appointed by the Company for such Issue(s) (as may be required) and without requiring any further approval or consent from the shareholders.

RESOLVED FURTHER THAT pursuant to the above-mentioned resolutions:

a. the Securities proposed to be issued, offered and allotted shall be in dematerialized form and shall be subject to the provisions of the MOA and AOA of the Company, the Companies Act and other applicable laws, to the extent applicable;

b. the Equity Shares, if allotted (including any reservation or green shoe option) shall rank pari passu in all respects with the existing Equity Shares of the Company including voting rights and rights in respect of dividend, however, in case of any partly paid-up Equity Shares, such partly-paid up Equity Shares, shall, upon being fully paid up, rank pari passu in all respects with the existing Equity Shares of the Company including voting rights and rights, including in respect of dividend;

c. in case of offering of any Securities (other than Equity Shares), including without limitation any securities convertible into Equity Shares, the Board is authorized to issue and allot such number of equity shares as may be required to be issued and allotted upon conversion, redemption or cancellation of any such Securities referred to above in accordance with the terms of issue / offering in respect of such Securities and such equity shares shall rank pari-passu with the existing equity shares of the Company in all respects, except as may be provided otherwise under the terms of issue / offering and in the Offering Material, in accordance with the applicable laws; and

d. the number and/or price of the Equity Shares to be issued on conversion of Securities convertible into or exchangeable with Equity Shares shall be as determined by the Board and appropriately adjusted for corporate actions such as bonus issue, rights issue, stock consolidation, merger, demerger, amalgamation, transfer of undertaking, sale of division, reclassification of equity shares into other securities, issue of equity shares by way of capitalization of profits or reserves or any such capital or corporate re-organization or restructuring undertaken by the Company.

RESOLVED FURTHER THAT in the event the Board proposes to issue and allot any Securities by way of a QIP to qualified institutional buyers ("**QIBs**") in terms of Chapter VI of the SEBI ICDR Regulations (hereinafter referred to as "**Eligible Securities**" within the meaning of SEBI ICDR Regulations) and further:

(a) The allotment of Eligible Securities shall only be made to QIBs as defined in the SEBI ICDR Regulations;

(b) The relevant date for determination of the Floor Price of the Eligible Securities to be issued shall be:

   (i) in case of allotment of Equity Shares, the date of meeting in which the Board decides to open the issue, and / or;

   (ii) in case of allotment of Eligible Securities other than Equity Shares, either the date of the meeting in which the Board decides to open the issue of such Eligible Securities or the date on which the holders of such Eligible Securities become entitled to apply for the equity shares, as may be decided by the Board in its absolute discretion;

(c) The issuance and allotment of the Eligible Securities by way of the QIP shall be made at such price that is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations, ("**Floor Price**"), the Companies Act and other applicable laws, and the price determined for the QIP shall be subject to appropriate adjustments as per the provisions of the applicable laws, including SEBI ICDR Regulations. However, the Board, in consultation with the lead managers appointed for the QIP, may offer a discount of not more than 5% (five per cent) or such other percentage as may be permitted under SEBI ICDR Regulations, and other applicable law on the Floor Price.

RESOLVED FURTHER THAT the issue to the holders of Securities, which are convertible into or exchangeable with the Equity Shares at a later date, will be, *inter alia*, subject to the following terms and conditions:

a) In the event the Company is making a bonus issue by way of capitalization of its profits or reserves prior to the allotment of the Equity Shares, the number of Equity Shares to be allotted will stand augmented in the same proportion in which the Equity Share capital increases as a consequence of such bonus issue and the premium, if any, will stand reduced pro tanto;

b) In the event the Company is making a rights offer by the issue of Equity Shares prior to the allotment of the Equity Shares, the entitlement to the Equity Shares will stand increased in the same proportion as that of the rights offer, and such additional Equity Shares will be offered to the holders of the Securities at the same price at which the same are offered to the existing shareholders; and

c) In the event of a merger, amalgamation, takeover or any other reorganization or restructuring or any such corporate action, the number of Equity Shares, the price and the time period as aforesaid will be suitably adjusted.

RESOLVED FURTHER THAT for the purpose of giving effect to the Issue, the Board thereof, is authorized to do such acts, deeds, matters and take all steps as may be necessary including without limitation, the determination of the terms and conditions of the fund raising including *inter alia*, the type of issuance, the date of opening and closing of the issue period, the class of investors to whom the Securities are to be issued, the number of Securities to be offered, issued or allotted, the number of tranches or issuances, issue price, use of proceeds, appointment of intermediaries, finalisation and approval of Offering Material, interest rate, premium / discount(s), reservation, conversion of Securities, if any, redemption, allotment of Securities, listing of securities at Stock Exchange(s) in India or overseas, and to negotiate, finalise, sign, execute and deliver all deeds, documents, undertakings, agreements, papers, declarations and writings as may be required in this regard including (without limitation) the Offering Material, placement agreement, escrow agreement, monitoring agency agreement, engagement letters, applications and any other documents, agreements, letters, power of attorney or applications as may be required, and to approve and finalise the bid cum application form and confirmation of allocation notes, seek any consents and approvals as may be required, provide such declarations, affidavits, certificates, consents and / or authorities as required from time to time, give instructions or directions and / or settle all questions, difficulties or doubts that may arise at any stage from time to time, and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions as may be required by SEBI, Stock Exchanges, MCA, the lead managers/ underwriters, or other authorities or intermediaries involved in or concerned with the Issue(s) and as the Board may in its absolute discretion deem fit and proper in the best interest of the Company without being required to seek any further consent or approval of the members or otherwise, and that all or any of the powers conferred on the Board pursuant to this resolution may be exercised by the Board to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and all actions taken by the Board or the Committee, 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;

RESOLVED FURTHER THAT the Board thereof, is authorized to seek the listing of Eligible Securities on any stock exchange(s) submitting the listing applications to such stock exchange(s) and taking all actions that maybe necessary in connection with obtaining such listing approvals (both in-principle and final listing and trading approvals), filing of requisite documents / making declarations with the MCA, ROC, RBI, SEBI and any other statutory/regulatory authority(ies), and any other deed(s), document(s), declaration(s) as may be required under the applicable laws as maybe necessary to give effect to this resolution;

RESOLVED FURTHER THAT the Board thereof, is authorized by the Members of the Company to open one or more bank accounts in the name of the Company, as may be required, subject to requisite approvals, if any, and to give such instructions including closure thereof as may be required and deemed appropriate by the Board;

RESOLVED FURTHER THAT subject to applicable law, the Board thereof, is authorized to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things and also to execute such documents, writings, etc., and to represent the Company before any governmental authorities, as may be necessary to give effect to this resolution;

RESOLVED FURTHER THAT the certified true copy of the aforesaid resolution duly certified by any of the Directors or the Chief Financial Officer or the Company Secretary of the Company, be forwarded to such persons or authorities as may be required from time to time."

Registered Office:
601, 6th Floor, Amiti Building,
Piramal Corporate Park, Kamani Junction,
Opp. Fire Station, LBS Marg,
Kurla (West), Mumbai – 400070

By Order of the Board of Directors
For **Piramal Finance Limited**
(Formerly known as Piramal Capital & Housing Finance Limited)

Bipin Singh
Company Secretary
ACS No.: 11777

Date : 16th July, 2026
Place: Mumbai

NOTES:

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act read with the applicable Rules made thereunder setting out the material facts is annexed hereto and forms part of this Notice.

2. In compliance with MCA Circulars, this Notice is being sent only through electronic mode to all the Members, whose names appear in the Register of Members / List of Beneficial Owners as received from NSDL, Central Depository Services (India) Limited ('**CDSL**') and RTA as on Friday, 10th July, 2026 ('**cut-off date**') and is being sent to all those Members whose e-mail address is registered with the Company / RTA/ Depositories / Depository Participant.

3. All the Members of the Company as on the cut-off date (including those Members who may not have received this Notice due to non-registration of the e-mail address with the Company / RTA/ Depositories / Depository Participant), shall be entitled to vote in relation to the resolution specified in this Notice.

4. A copy of this Notice shall also be available on the Company's website at www.piramalfinance.com/ on the website of Stock Exchanges at www.bseindia.com/ and www.nseindia.com/, respectively, and on the website of NSDL at www.evoting.nsdl.com/.

5. A physical copy of this Notice is not being sent to the Members in accordance with the MCA Circulars.

6. The voting rights of Members shall be in proportion to their shares in the total paid up equity share capital of the Company, as on the cut-off date i.e. Friday, 10th July, 2026.

7. The resolution, if approved, by the Members through Postal Ballot shall be deemed to have been passed on the last date of remote e-voting i.e. Monday, 17th August, 2026.

8. All the documents referred to in this Notice and Explanatory Statement shall be available for inspection through electronic mode until the last day of remote e-voting, basis the request being sent on corporate.secretarial@piramal.com.

9. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

10. A member cannot exercise his or her vote by proxy on Postal Ballot.

11. **Voting through Electronic Means**

    I. In compliance with the provisions of Sections 108 and 110 of the Companies Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the Listing Regulations, MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 ('**SEBI Circular**') in relation to e-voting facility provided by Listed Entities, the Company has provided the facility of remote e-voting to all Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide remote e-voting facility to its Members.

    II. The remote e-voting period commences on Sunday, 19th July, 2026 from 9:00 a.m. (IST) and ends on Monday, 17th August, 2026 at 5:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the same will not be allowed to be changed subsequently.

The instructions for Members for remote e-voting are as under:

The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are mentioned below:

Step 1: Access to NSDL e-voting system:

A. <u>Login method for e-voting for Individual shareholders holding securities in demat mode:</u>

In terms of SEBI Circular 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 Id in their demat accounts in order to access e-voting facility.

<u>Login method for individual shareholders holding securities in demat mode is given below:</u>

<table>
<tr><th>Type of shareholders</th><th>Login Method</th></tr>
<tr><td>Individual shareholders holding securities in demat mode with NSDL</td><td>
A. OTP Based Login Method
1. Visit this URL:
https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp either on your Personal Computer or on a mobile.
2. Enter your 8 digit DP ID, 8 digit Client Id, PAN No., Verification code and click on 'Generate OTP'.
3. Enter OTP received on registered e-mail Id /mobile number and click on 'Login'.
4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider i.e. NSDL.
5. You will be redirected to e-voting website of NSDL for casting your vote during remote e-voting period.
B. NSDL IDeAS facility
If you are already registered, follow the below steps:
1. 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.
2. Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section.
3. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services.
4. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page.
5. Click on options available against company name or e-voting service provider - NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period.
If you are not registered for IDeAS e-Services, follow the below steps:
1. Option to register is available at https://eservices.nsdl.com.
2. Select 'Register Online for IDeAS Portal' or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp and follow steps given above at point 1 to 5.
C. E-voting website of NSDL
1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/ OTP and a Verification Code as shown on the screen.
4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on the options available against Company name or e-voting service provider - NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.
Shareholders/ Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience.
NSDL Mobile App is available on
App Store Google Play
</td></tr>
</table>

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for CDSL Easi / Easiest facility, can login through their User Id and Password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on New System Myeasi Tab and enter your username and password and click on 'Login'. 2. After successful login the Easi/ Easiest user will be able to see the e-voting Menu. The Menu will have links of e-voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on 'New System Myeasi' Tab and then click on 'registration' option. 4. Alternatively, the user can directly access e-voting page by providing demat account number and PAN from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and e-mail Id as recorded in the Demat Account. After successful authentication, user will be provided link for the respective e-voting service provider i.e. NSDL where the e-voting is in progress.
Individual shareholders (holding securities in demat mode) login through their depository participants	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-voting facility. 2. Upon login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-voting feature. 3. Click on Company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No.: 1800 21 09911

B. Login Method for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

1. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID (as per details given below), your Password/ One Time Password ('OTP') and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL e-Services i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log in to NSDL e-services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. 'Cast your vote electronically'.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a. For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b. For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************.

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
c. For Members holding shares in Physical Form	EVEN (E-voting Event Number) followed by Folio Number registered with the Company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
   b. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c. How to retrieve your 'initial password'?
      i. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you by NSDL in your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      ii. If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail ids are not registered**.
6. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:
   a. Click on '**Forgot User Details/ Password**?' (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b. **'Physical User Reset Password?'** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c. If you are still unable to retrieve the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.
   d. Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.
8. After you click on the 'Login' , home page of e-voting will open.

Step 2: Cast your vote electronically:

1. After successful login at Step 1, you will be able to see all the company's 'EVEN' in which you are holding shares and whose voting cycle is in active status.
2. Select 'EVEN' of the Company.
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/ modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed.
6. You may also print the details of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the Resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bhaskar@nlba.in with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under 'e-voting' tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the download section of www.evoting.nsdl.com or call on : 022 – 4886 7000 or send a request to Mr. Sagar S. Gudhate, Senior Manager at evoting@nsdl.co.in.

4. Process for those shareholders whose e-mail Ids are not registered with the depositories for procuring user id and password and registration of e-mail Ids for e-voting for the resolution set out in this Notice:

   a. 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), AADHAAR (self-attested scanned copy of Aadhaar Card) by e-mail to corporate.secretarial@piramal.com.

   b. In case shares are held in demat mode, please provide DP ID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to corporate.secretarial@piramal.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A**) i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

   c. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

Registered Office:
601, 6th Floor, Amiti Building,
Piramal Corporate Park, Kamani Junction,
Opp. Fire Station, LBS Marg,
Kurla (West), Mumbai – 400070

By Order of the Board of Directors
For **Piramal Finance Limited**
(Formerly known as Piramal Capital & Housing Finance Limited)

Bipin Singh
Company Secretary
ACS No.: 11777

Date : 16th July, 2026
Place: Mumbai

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

In accordance with Section 102 of the Companies Act, 2013 read with the rules made thereunder, Secretarial Standards on General Meetings (SS-2) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

ITEM NO. 1

Approval to raise capital by way of qualified institutions placement(s), rights issue, preferential allotment or a private placement(s) and/or any combination thereof to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 4,000 crore.

The Board of Directors of the Company (the "**Board**" which term shall include the Committee of Directors (Administration, Authorisation & Finance) of the Board (the "**Committee**")) at its meeting held on 16th July, 2026, considered and approved the proposal to create, offer, issue and allot such number of equity shares, convertible securities (including compulsory or optionally convertible preferential shares or debentures, warrants, etc.), non-convertible debentures along with warrants, or any other equity-linked securities, or any combination thereof, as permitted under applicable law (all of which are hereinafter referred to as "**Securities**") by way of qualified institutions placement(s) ("**QIP**"), preferential allotment, private placement(s), rights issue and/or any other method as may be permitted under applicable laws, or any combination thereof, in the course of domestic or international offerings to any eligible person including retail investors, non-institutional investors, institutional investors (including qualified institutional buyers as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**")), and/ or any other categories of investors, who are authorized and eligible to invest in the Securities of the Company as per extant regulations/ guidelines or any combination of the above, whether resident in India or outside, whether they being existing holders of the Securities or not (collectively referred to as the "**Investors**"), as may be decided by the Board in its absolute discretion (such issuance, offer and allotment, the "**Issue(s)**").

The Company intends to utilize the proceeds of the Issue (after adjustment of expenses related to the Issue) ("**Net Proceeds**") towards, *inter alia*, (i) augmentation of the Company's capital to meet its future capital requirements towards onward lending, its assets under management's growth, and its capital adequacy ratios; (ii) any other general purposes as may be permissible under applicable law; and (iii) such other objects as may be permitted under the applicable laws and disclosed in the Offering Materials. The details for the deployment of funds will be specifically mentioned in the Offering Materials in terms of applicable laws. Pending utilization of the proceeds from the Issue, the Company may invest such proceeds in creditworthy instruments, in government securities, debt or other mutual funds and deposits with scheduled commercial banks and highly rated financial institutions, as may be permitted under applicable law, and as may be decided by the Board. The aforementioned objects are dependent on a variety of factors such as timing of completion of the Issue, budgets, financial, market and sectoral conditions, business performance and strategy, competition, interest or exchange rate fluctuations, market conditions and other external factors etc., which may not be within the control of the Company, and may result in modifications to the proposed schedule for utilisation of the Net Proceeds at the discretion of the Board, subject to compliance with applicable laws.

In addition to the above, such fund raising would aid the Company widen its investor base and increase the overall price liquidity of the equity shares, which in turn is expected to be beneficial to the shareholders of the Company.

In case of issuance of convertible securities (including warrants), the number and/or price of the equity shares to be issued on conversion of Securities convertible into or exchangeable with Equity Shares shall be as determined by the Board and appropriately adjusted for corporate actions such as bonus issue, rights issue, stock consolidation, merger, demerger, amalgamation, transfer of undertaking, sale of division, reclassification of equity shares into other securities, issue of equity shares by way of capitalization of profits or reserves or any such capital or corporate re-organisation or restructuring undertaken by the Company.

Further, Section 62(1)(c) of the Companies Act, 2013 provides, *inter alia*, that when it is proposed to increase the issued capital of a company by allotment of further equity shares, such further equity shares shall be offered to the existing shareholders of such company and to any persons other than the existing shareholders of the company after obtaining shareholders' approval by way of a special resolution. Since the special resolution proposed in the business of the notice may result in the issuance of equity shares of the Company (including pursuant to conversion of convertible Securities) to the existing shareholders of the Company and to persons other than existing shareholders of the Company, approval of the shareholders of the Company is being sought pursuant to the provisions of Section 62(1)(c) and other applicable provisions of the Companies Act, rules made thereunder and SEBI ICDR Regulations.

In terms of Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company can make a private placement of its securities under the Companies Act, 2013 only after receipt of prior approval of its shareholders by way of a Special Resolution. Consent of the shareholders would therefore be necessary pursuant to the aforementioned provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, the SEBI ICDR Regulations, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**'the Listing Regulations'**), for issuance of Securities. The equity shares allotted pursuant to the issue shall rank in all respects *pari passu* with the existing equity shares of the Company.

The equity shares to be allotted would be listed on the Stock Exchanges. The offer/issue/ allotment would be subject to the availability of the regulatory approvals, if any. The conversion of Securities held by foreign investors into equity shares would be subject to the applicable foreign investment cap and relevant foreign exchange regulations, including Foreign Exchange Management Act, 1999, including any amendments, statutory modification(s) and/or re-enactment(s) thereof ("**FEMA**"), the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, Foreign Exchange Management (Debt Instruments) Regulations, 2019 and the RBI Master Direction - External Commercial Borrowings, Trade Credits and Structured Obligations, each as amended from time to time. As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the Stock Exchanges as may be required under the provisions of the Listing Regulations.

The detailed terms and conditions for the offering will be determined in consultation with the merchant bankers, advisors, lead managers, wherever necessary, and such other intermediaries or authorities as may be required, considering the prevailing market conditions and other regulatory requirements.

In the event the Board proposes to issue and allot any Securities by way of QIP to qualified institutional buyers ("**QIBs**") in terms of Chapter VI of the SEBI ICDR Regulations (hereinafter referred to as "**Eligible Securities**" within the meaning of SEBI ICDR Regulations) and further:

(a) The allotment of the Eligible Securities shall only be made to QIBs as defined in the SEBI ICDR Regulations;

(b) The relevant date for determination of the Floor Price of the Eligible Securities to be issued shall be:

  (i) in case of allotment of equity shares, the date of meeting in which the Board decides to open the issue, and / or;

  (ii) in case of allotment of Eligible Securities, either the date of the meeting in which the Board decides to open the issue of such Eligible Securities or the date on which the holders of such Eligible Securities become entitled to apply for the equity shares, as may be decided by the Board in its absolute discretion;

(c) The issuance and allotment of the Eligible Securities by way of the QIP shall be made at such price that is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations ("**Floor Price**"), the Companies Act and other applicable laws, and the price determined for the QIP shall be subject to appropriate adjustments as per the provisions of the applicable laws, including SEBI ICDR Regulations. However, the Board, in consultation with the lead managers, appointed for the QIP, may offer a discount of not more than 5% (five per cent) or such other percentage as may be permitted under applicable law on the Floor Price.

Further, the Company is yet to identify the investor(s) and decide the quantum of Securities to be issued to them and hence the details of the proposed allottees, the percentage of their shareholding in the Company post such issuance, the shareholding pattern of the Company and other relevant details are not provided. The proposal, therefore, seeks to confer upon the Board/ Committee, the absolute discretion and adequate flexibility to determine the terms of such issuance, including but not limited to the identification of the proposed investors and the quantum of Securities to be issued and allotted to each such investor, price, etc, in accordance with the provisions of the applicable laws.

All documents referred in this Notice shall be made available for inspection on website of the Company for inspection by the Members upto the last date of remote e-voting on Monday, 17th August, 2026.

The Board of the Company recommends the resolution set out at Item no. 1 for the approval of the members as a Special Resolution.

In terms of Section 102(1) of the Companies Act, as amended, none of the Directors and Key Managerial Personnel of the Company or their relatives are directly or indirectly concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.