

Ref No: 71/2026-27

Dated: 22nd October, 2026

**The Manager,
Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor, Plot C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051. Tel No.: 2659 8235
Fax No.: 26598237/ 26598238
Trading Symbol: ANANDRATHI**

**The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai - 400 001.
Tel no.: 22721233
Fax No.: 22723719/ 22723121/ 22722037
Scrip Code: 543415**

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Postal Ballot Notice

Pursuant to Regulation 30 of the Listing Regulations, we hereby enclose copy of the Postal Ballot Notice alongwith explanatory statement dated October 09, 2026, seeking approval of the members of the Company for Special Business matters through remote electronic voting only ("Remote e-voting"):

1. Approval for Alteration of the Objects Clause of the Memorandum of Association (MoA) of the Company – Special Resolution; and
2. Approval for Material Related Party Transactions with Aligned Investment Private Limited (formerly known as Sitnem Trading and Investment Private Limited)- Ordinary Resolution.

The Postal Ballot Notice alongwith Explanatory Statement has been sent to the members of the Company whose names appeared on the Register of Members/List of Beneficial Owners and who have registered their email id with the Company or Depository Participant(s) or Company's Registrar and Transfer Agent (RTA) on their registered email address as on Friday, 16th October, 2026 i.e. Cut-off date.

The Company has engaged the services of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) ("**RTA**") to provide Remote e-voting facility to its members. The Remote e-voting rights of the Members shall be in proportion to their respective shareholding in the paid-up equity share capital of the Company as on the Cut-off Date. The remote e-voting period commences from 09:00 A.M. (IST) on Monday, October 26, 2026 and ends at 05:00 P.M. (IST) on Tuesday, November 24, 2026.

This Postal Ballot Notice will be available on the Company's website at www.anandrathiwealth.in/communication-to-se and on the website of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) at www.in.mpms.mufig.com.



This is for your information and records.

Thanking You,

Yours faithfully,

For **Anand Rathi Wealth Limited**

PRAVIN
RAJENDRAPR
ASAD JOGANI

Digitally signed by PRAVIN
RAJENDRAPRASAD JOGANI
Date: 2026.10.22 20:21:46
+05'30'

Pravin Jogani
Company Secretary and Compliance Officer

Enclosed: As above

ANANDRATHI
Private Wealth. uncomplicated

Anand Rathi Wealth Limited

CIN: L67120MH1995PLC086696

Registered Office: Floor 2, Block B & C, E wing, Trade Link, Kamala Mills Compound, Senapati Bapat Marg,
Lower Parel, Mumbai – 400 013

Tel: +91 22 6981 5400 **Website:** <http://anandrathiwealth.in/>; **Email:** csarwsl@rathi.com

POSTAL BALLOT NOTICE

TO THE SHAREHOLDERS OF THE COMPANY

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

VOTING START DATE	VOTING END DATE
Monday, 26 th October, 2026 at 9:00 a.m. (IST)	Tuesday, 24 th November, 2026 at 5:00 p.m. (IST)

Dear Members/Shareholders,

NOTICE is hereby given pursuant to Sections 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations") and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), each as amended from time to time, read with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/ conducting postal ballot process through e-Voting, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (hereinafter collectively referred to as "MCA Circulars"), to transact the special businesses as set out hereunder by passing Special/Ordinary Resolutions by way of postal ballot only, by voting through electronic means ('Remote e-Voting').

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent (RTA)/Depositories as on Friday, 16th October, 2026. Accordingly, the physical copy of the Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot, in compliance with the applicable MCA Circulars, and voting can be exercised only through remote e-voting. The communication of assent or dissent of the members would take place only through the remote e-voting system. If your e-mail address is not registered with the Company/RTA/Depositories, Members are requested to register the email address with their concerned DPs, in respect of electronic holding. The Notice is

also available on the website of the Company at: www.anandrathiwealth.in/communication-to-se.

The explanatory statement pursuant to Sections 102, 110 and other applicable provisions of the Act, and Rules thereunder, and Regulation 23 of the SEBI LODR Regulations read with the circulars issued thereunder pertaining to the resolution(s) setting out the material facts and the reasons/rationale thereof, is appended to this Postal Ballot Notice for your consideration and forms part of this Notice.

Pursuant to Rule 22 (5) of the Rules, the Board of Directors of the Company at its meeting held on 09th October, 2026, has appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary (FCS No. 5171, CP No. 3030), as the Scrutinizer to conduct the Postal Ballot through remote e-Voting process in a fair and transparent manner.

The resolutions passed through the Postal Ballot by means of remote e-voting shall be deemed to have been passed at a duly convened general meeting of Members of the Company on that behalf.

Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for casting of votes by Remote e-Voting.

The Remote e-voting period commences from **09:00 A.M. IST on Monday 26th October, 2026** and ends at **05:00 P.M. IST on Tuesday 24th November, 2026**. The remote e-Voting facility will be disabled immediately thereafter and voting shall not be allowed beyond the said date and time. The Scrutinizer shall submit his report to the Chairman of the Company or any other person authorised by him, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will also be communicated to the stock exchanges within 2 working days from the last date of e-voting, in terms of Regulation 44(3) of the SEBI LODR Regulations.

The said results along with the Scrutinizer's Report would be intimated to The BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively referred to as "Stock Exchanges"), where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website www.anandrathiwealth.in/communication-to-se and on the website of RTA, MUFG Intime India Private Limited (formerly Link Intime India Private Limited) as at www.in.mpms.mufig.com.

SPECIAL BUSINESS: RESOLUTIONS

ITEM NO. 1:

Alteration of the Objects Clause of the Memorandum of Association (MoA) 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 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), and the rules framed thereunder, and subject to necessary approvals, registrations, consents, and sanctions, if any, and any other appropriate regulatory or statutory authorities, approval of the Members of the Company be and is hereby accorded for the insertion/addition of a new clause 8 in Clause III (A) of the Memorandum of Association of the Company, in the following manner:

"8. To act, whether in India or abroad, either by itself or through its subsidiaries, joint ventures or associates, as a Sponsor, Asset Management Company, and/or Trustee for any type of investment funds, mutual funds, pooled investment vehicles, REITs, InvITs, alternative investment funds (AIFs), and set-up, operate financial/securities-related business such as portfolio manager, investment advisory, research analyst, fund management entity, capital market intermediary and/or any other regulated entity(ies), and for that purpose to set up, promote, settle, sponsor and execute trusts, investment vehicles including REITs, INvITS, devise and manage various schemes for raising funds and to deploy such funds, seek appropriate licences/permissions, whether in India or abroad; to carry on, transact, and manage the business of an Sponsor, Asset Management Company, and/or Trustee company, and to engage in such other activities as may be permitted as per applicable laws; provided that the Company shall not carry on any business or activity which requires a registration, licence or approval under any law for the time being in force, including the Securities and Exchange Board of India Act, 1992, the Reserve Bank of India Act, 1934 and the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder, except upon obtaining such registration, licence or approval, if any."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorized to take all necessary steps and to execute all such documents, applications, filings, and declarations, and to do all such acts, deeds, and things as may be deemed necessary, proper, or expedient to give effect to this resolution, including filing of necessary e-forms with the Registrar of Companies (including e-Form MGT-14 within thirty days of the passing of this resolution, as required under Section 117 of the Act) and accepting such modifications in the said clause as may be required by the Registrar of Companies."

ITEM NO. 2

Approval for Material Related Party Transactions with Aligned Investment Private Limited (formerly known as Sitnem Trading and Investment Private Limited)

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

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc) and 23(4) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations'), Sections 2(76), 177 and 188 (to the extent applicable) and other applicable provisions of the Companies Act, 2013 ('Act') read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and the other rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), read with the SEBI Master Circular dated January 30, 2026 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 prescribing the revised Industry Standards on 'Minimum Information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions' ('Industry Standards'), the Company's Policy on Related Party Transactions ('RPT Policy'), each as amended from time to time, and based on the approval of the Audit Committee (accorded by its members who are Independent Directors) and the recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any other committee constituted or empowered by the Board to exercise the powers conferred by this Resolution) to enter into Related Party Transactions ('RPT') and/or enter into and/or carry out new contract(s)/ arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) for the Company with Aligned Investment Private Limited (AIPL) (formerly known as Sitnem Trading and Investment Private Limited), a related party of the Company in terms of Regulation 2(1)(zb) of the SEBI LODR Regulations, on such terms and conditions as may be agreed between the Company and AIPL, for an aggregate value not exceeding Rs. 1,200 Crores (Rupees One Thousand Two Hundred Crores only) with an estimated revenue of around Rs. 96.00 Crores (Rupees Ninety Six Crores only) from the date of passing of this resolution upto 31st March 2027, which, whether entered into individually or taken together with previous transactions during a financial year, exceeds or may exceed the materiality threshold prescribed under Regulation 23(1) of the SEBI LODR Regulations, provided that such transaction(s) shall be in the ordinary course of business of the Company and on an arm's length basis and on such terms and conditions as may be mutually agreed, in the nature of:

"Purchase and/or sale of Debentures or securities on such terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed to between Aligned Investment Private Limited (formerly known as Sitnem Trading and Investment Private Limited) and the Company."

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including deed(s), contract(s), scheme(s), agreement(s) transaction(s), application(s), papers, forms and writings and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members, save and except in respect of any material modification of the said transaction(s), which shall require prior approval of the Members in terms of Regulation 23(4) of the SEBI LODR Regulations, or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

**By order of the Board of Directors
For Anand Rathi Wealth Limited**

**Place: Mumbai
Date: October 09, 2026**

**Sd/-
Pravin Jogani
Company Secretary and Compliance Officer**

NOTES:

1. The Explanatory Statement pursuant to provisions of section 102 and 110 read with rule 20 and 22 of the Rules, each as amended, stating material facts and reasons for the proposed resolutions, is annexed hereto and forms part of this Postal Ballot Notice ("Notice") and additional information as required under the SEBI LODR Regulations and circulars issued thereunder is attached. Details pursuant to Regulation 23 of the SEBI LODR Regulations read with the Industry Standards on "Minimum information" to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") mandated by SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, is furnished as Annexure I of the Explanatory Statement forming part of this Notice.

2. In terms of the MCA Circulars, this Postal Ballot Notice along with the instructions regarding remote e-voting is being sent only by email to all those members, whose email addresses are registered with the Company or the RTA or with the depository (ies) / depository participants and whose names appear in the register of members/list of beneficial owners as on the cut-off date i.e., Friday, 16th October, 2026. The Notice is also uploaded on the website of the Company at www.anandrathiwealth.in/communication-to-se, website of the Registrar and Transfer Agent i.e. MUFG Intime India Private Limited (formerly Link Intime India Private Limited) ('RTA') at (www.in.mpms.mufig.com) and on the websites of National Stock Exchange of India Limited (www.nseindia.com) and The BSE Limited (www.bseindia.com). All the members of the Company as on the cut-off date shall be entitled to vote in accordance with the process specified in this Notice. The voting rights of the members shall be reckoned in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. Any person who is not a member on the cut-off date shall treat this Notice for information purpose only.
3. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names are recorded as on the cut-off date **i.e., Friday, 16th October, 2026**, in the register of members / register of beneficial owners maintained by the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. In compliance with Rule 22(3) of the Rules, an advertisement shall be published, after completion of dispatch of this Notice, at least once in an English newspaper and at least once in a vernacular newspaper in the principal vernacular language of the district in which the Registered Office of the Company is situated, each having wide circulation in that district, stating, inter alia, the date of completion of dispatch of the Notice, the dates of commencement and end of e-voting, the cut-off date, the manner of registration of e-mail addresses and the contact details of the person responsible to address grievances connected with the e-voting.
4. In accordance with the MCA Circulars, the relevant documents referred to in this Notice will be made accessible for inspection through electronic mode on all working days without any fee by the members. The relevant documents will remain available from the date of dispatch of this Notice up to the last day of voting. Members desirous of inspecting the documents referred to in the Notice may send their requests to email id.: csarwsl@rathi.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID.
5. The Company hereby requests all its members to register their email address, if not yet registered, to promote green initiative and to enable the Company to provide all communications to the members through email.

6. SEBI has mandated, vide its Master Circular for Registrars to an Issue and Share Transfer Agents dated February 6, 2026 (as amended), that any service request from members holding securities in physical mode shall be entertained only upon registration of the PAN, contact details (postal address with PIN and mobile number), bank account details and specimen signature (Forms ISR-1 and ISR-2) and choice of nomination (Form SH-13, or Form ISR-3 for opting out of nomination; Form SH-14 for cancellation/variation of nomination). Members are requested to submit the aforesaid forms duly filled and signed along with self-attested copy of the PAN card and such other documents as prescribed in the Forms, to register or update:
- a. KYC details and Nomination;
 - b. Particulars of bank account for receiving dividend directly in their account through electronic mode or change in their address; and
 - c. E-mail address to receive communication through electronic means, including Annual Report and Notice and other communications.

The said Forms are available on the website of the Company at www.anandrathiwealth.in/communication-to-se and on the website of MUFG Intime India Private Limited (formerly Link Intime India Private Limited) at www.in.mpms.mufig.com. Members have an option to submit the Forms in person at any of the branches of MUFG Intime India Private Limited, details of which are available at www.in.mpms.mufig.com or physical forms can be sent through post at following address:

MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)
C-101, 1st Floor, 247 Park,
L.B.S. Marg, Vikhroli West,
Mumbai, Maharashtra-400083.
Telephone No-022 – 49186000
Email id- investor.helpdesk@in.mpms.mufig.com
Website-www.in.mpms.mufig.com

Members holding shares in dematerialized mode, who have not registered/updated their aforesaid details are requested to register/update the same with their respective depository participants('DPs').

7. In compliance with the provisions of sections 110 and 108 of the Act read with the Rules, the MCA circulars, SS-2 and Regulation 44 of the SEBI LODR Regulations, as amended, the Company is providing facility to the Members to exercise votes through electronic voting system ("e-voting") on the e-voting platform provided by MUFG Intime India Private Limited (formerly Link Intime India Private Limited) to enable them to cast their votes electronically instead of dispatching the Postal Ballot form.

8. The Board of Directors at its meeting held on 09th October, 2026 appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary (FCS No. 5171, CP No. 3030) as the 'Scrutinizer' to scrutinize the Postal Ballot process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.
9. The e-voting shall commence on **Monday, 26th October, 2026 at 9:00 a.m. (IST)** and end on **Tuesday, 24th November, 2026 at 5:00 p.m. (IST)**. The e-voting module shall be disabled by MUFG Intime India Private Limited (formerly Link Intime India Private Limited) for voting thereafter. During this period, the members of the Company holding shares as on the **cut-off date i.e., Friday, 16th October, 2026**, may cast their vote by electronic means in the manner given below. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
10. The Scrutinizer shall, after conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Company or any other person authorised by him. Results of the voting will be declared by placing the same along with the Scrutinizer's report on the Company's website at www.anandrathiwealth.in/communication-to-se as well as on the website of MUFG Intime India Private Limited at www.in.mpms.mufig.com, and will also be communicated to the stock exchanges within 2 working days from the last date of e-voting. The results shall be declared by the Chairman or a person authorised by him on or before Thursday, 26th November, 2026 at 6:00 p.m. (IST) at the Registered Office of the Company, and shall also be displayed, along with the Scrutinizer's report, on the Notice Board of the Company at its Registered Office for at least three days.

Subject to receipt of requisite number of votes, the resolutions mentioned in the Notice shall be deemed to be passed on Tuesday, 24th November, 2026, i.e., last day of the voting period.

11. The details of the process and manner for remote e-voting are explained below:

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.

Shareholders not registered for IDeAS facility:

- 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.



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.cdsindia.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:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdsindia.com/myeasitoken/Home/Login> or Visit URL: www.cdsindia.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.cdsindia.com/myeasitoken/Home/EasiRegistration/>
[https://web.cdsindia.com/myeasitoken/Home/EasiestRegistration.](https://web.cdsindia.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")

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 <u>Event No + Folio no.</u> registered with the Company

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

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 <u>Event No + Folio no.</u> registered with the Company

(PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

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.
 - o Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
 - o Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
 - o 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 company at csarwsl@rathi.com with a copy marked to RTA at enotices@in.mpms.mufg.com.

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"

STATEMENT PURSUANT TO SECTIONS 102(1) AND 110 OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER:

The following statement sets out all material facts relating to the Special Businesses to be passed as mentioned in the accompanying Notice:

Item No. 1:

Alteration of the Objects Clause of the Memorandum of Association (MoA) of the Company

The Company is pursuing growth opportunities in various fields of business and always considers new business proposals which have good future prospects and the potential to increase shareholders' return. Accordingly, the Company proposes to venture into new business streams, including acting as a sponsor, asset management company, and/or trustee for various investment funds, mutual funds, pooled investment funds, alternative investment funds (AIFs), and financial or securities-related businesses, as more specifically set out in the resolution. This additional Objects may conveniently and advantageously be combined with the existing businesses of the Company, thereby enhancing long-term value for shareholders.

To enable the Company to undertake these diversified activities and ensure broader operational flexibility, it is proposed to alter the Objects Clause III A of the Memorandum of Association of the Company by inserting a new sub-clause 8 as set out in the resolution.

In accordance with the provisions of Section 13 of the Companies Act, 2013 (the "Act"), alteration of the Objects Clause of the Memorandum of Association requires approval of the members of the Company by passing a Special Resolution. Accordingly, approval of the members is sought for the alteration of the Objects Clause of the Memorandum of Association of the Company as set out in the resolution at Item No. 1 of this Postal Ballot Notice. Further, in terms of Section 110(1)(a) of the Act read with Rule 22(16)(a) of the Rules, alteration of the objects clause of the memorandum is an item of business to be transacted by means of postal ballot.

The aforesaid alterations, if approved by the members, shall be registered by the Registrar of Companies, Maharashtra, Mumbai - I ("ROC") as per the provisions of the Act, with such modifications as may be advised or required by the ROC. In terms of Sections 13(6)(a) and 117 of the Act, the special resolution shall be filed with the ROC in e-Form MGT-14 within thirty days of its passing, and in terms of Section 13(10) of the Act, the alteration shall have effect only upon its registration by the ROC. Members may further note that the commencement of any activity covered by the proposed new sub-clause 8, whether by the Company or through any subsidiary, joint venture or associate, shall be subject to obtaining the registrations/approvals required under applicable law in India or otherwise and at all times with respect to activities outside India, compliance with the Foreign Exchange Management Act, 1999 read with the Foreign Exchange

Management (Overseas Investment) Rules, 2022 and the master directions / notifications / guidelines made thereunder.

A copy of the existing Memorandum of Association along with the proposed alterations will be available for inspection electronically by the members upon request sent to the Company's email address at: csarwsl@rathi.com up to the last date specified for remote e-voting.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding in the Company.

The Board of Directors recommend the Special Resolution set out at Item No. 1 of this Postal Ballot Notice for approval by the Members.

Item No. 2:

Approval for Material Related Party Transactions with Aligned Investment Private Limited (formerly known as Sitnem Trading and Investment Private Limited)

In accordance with Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI LODR Regulations'), as amended from time to time, provides that all material related party transactions and subsequent material modifications as defined by the audit committee shall require prior approval of the shareholders through resolution and no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

The Company has a well-defined policy and framework for the approval of Related Party Transactions (RPTs), which is reviewed at regular intervals. The policy prescribes the information required to be submitted to the Audit Committee for review and approval of proposed transactions. Details of actual related party transactions are placed before the Audit Committee on a quarterly basis.

All related party transactions of the Company are at arm's length and in the ordinary course of business. Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee. All related party transactions as set out in this Postal Ballot Notice have been approved by the Independent Directors who are members of the Audit Committee, in terms of the proviso to Regulation 23(2) of the SEBI LODR Regulations, after satisfying themselves that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into during the previous quarter, pursuant to its approvals. The Audit Committee, comprising Independent Directors and a Non-executive Director, ensures objective evaluation of such transactions.

The approval of the members pursuant to resolution no. 2 is being sought for the related party transactions / contracts / agreements / arrangements set out in Annexure I. The values of related party transactions specified in the Annexure I below exclude applicable taxes, if any.

The approval of the members for the transactions set out in Annexure I shall be deemed to include the approval to any modification not resulting in material modification as currently defined by the Audit Committee as a part of the Company's Policy on Related Party Transactions. Any subsequent material modification in the transactions, as currently defined by the Audit Committee as a part of the Company's Policy on Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI LODR Regulations.

As per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, amending Regulation 23 of the SEBI LODR Regulations, *".....in case of omnibus approvals for material related party transactions, granted by shareholders in general meetings other than annual general meeting, the validity of such omnibus approvals shall not exceed one year from the date of such approval."*

Material related party transactions are placed before the shareholders for prior approval in accordance with Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Background, rationale and benefits of the transactions

The Company proposes to enter into transactions/contracts with Aligned Investment Private Limited (AIPL) (formerly known as Sitnem Trading and Investment Private Limited) pertaining to purchase/ sale of Debentures/Securities from time to time. AIPL became a related party of the Company on April 10, 2025 under Regulation 2(1)(zb) of the SEBI LODR Regulations read with the applicable Accounting Standards (Ind AS 24 - Related Party Disclosures), since it is controlled by Mrs. Sana Azeez, spouse of Mr. Feroze Azeez, Joint CEO and a Key Managerial Personnel of the Company. Mrs. Sana Azeez holds 99.99% shareholding in AIPL as on 30th September 2026 and is also a Director of AIPL.

It is anticipated that the aggregate value of transactions/ contracts for purchase/ sale of debentures/securities with AIPL during the period upto 31st March 2027 may amount to approx. Rs. 1,200.00 Crores (Rupees One Thousand Two Hundred Crores Only) with estimated revenue of around Rs. 96.00 Crores (Rupees Ninety-Six Crores Only).

The Material Related Party Transaction to be entered with AIPL will be undertaken in the ordinary course of business and on arm's length basis. The price for each purchase or sale will be the market price of the security on the date of the transaction. This is the same basis the Company uses for dealing with unrelated parties and/or with other related parties. The Audit Committee and the Board reviewed these pricing details before recommending the transaction.

In view of the increasing demand from clients for debentures/ securities, and limitations in the availability of Structured Products, the Company proposes to expand its existing procurement sources by undertaking transactions with an additional Related Party for the procurement of debentures/ securities. The proposed arrangement is intended to diversify procurement sources, enhance the availability of requisite financial instruments and provide greater flexibility in meeting client requirements in a timely and efficient manner, thereby supporting the continuity and growth of the Company's business. The transaction will be in the ordinary course of business and on an arm's length basis.

Further, the above mentioned material RPTs to be entered into by the Company with AIPL will be reported and reviewed on a quarterly basis by the Audit Committee of the Company. The proposed Material RPT's to be entered with AIPL will be undertaken in the ordinary course of business and on arm's length basis. Accordingly, basis the approvals of the Audit Committee, the Board of Directors recommends the resolution contained in Item No. 2 of the accompanying Notice to the Shareholders for approval. The Audit Committee has reviewed the certificate provided by the Whole-time Director and Chief Executive Officer and the Chief Financial Officer of the Company, as required under the RPT Industry Standards, confirming that the terms of the proposed transaction(s) are in the interest of the Company.

The said transaction, being a material RPT, requires prior approval of the Members of the Company in accordance with Regulation 23 of the SEBI LODR Regulations.

Members may note that in terms of the provisions of the SEBI LODR Regulations, the related parties as defined thereunder (whether such related party(ies) are a party to the aforesaid transactions or not), shall not vote to approve Resolution under Item No. 2.

Save and except Mr. Feroze Azeez, Joint CEO and Key Managerial Personnel of the Company, who may be deemed to be concerned or interested in the resolution by virtue of his spouse, Mrs. Sana Azeez, holding controlling stake in AIPL as stated above, none of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are concerned or interested either directly or indirectly, financially or otherwise, in the Resolution mentioned at Item No. 2 of the Postal Ballot Notice except to the extent of their shareholding in the Company. In terms of the proviso to Section 102(2) of the Companies Act, 2013, the Promoters, Directors and Key Managerial Personnel of the Company do not hold any shareholding interest in AIPL.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 2 in the Postal Ballot Notice for the approval of the Members.

Annexure I

Disclosure required to be presented to the Shareholders of the Company as per the minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions as per RPT Industry Standards mandated by SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025:

PART A

A(1) Basic details of the related party

Sr. No.	Particulars of Information	Information provided by the Management
1	Name of Related Party	Aligned Investment Private Limited(formerly known as Sitnem Trading and Investment Private Limited)
2	Country of Residence/ Incorporation of the Related Party	India
3	Nature of business of the related party	Non-Banking Finance Company, registered with the Reserve Bank of India ("RBI") as a Non-Banking Financial Company – Investment and Credit Company ("NBFC-ICC") with certificate No. 13.01194.

A(2) Relationship and ownership of the related party

Sr. No.	Particulars of Information	Information provided by the Management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	AIPL is a related party of the Company under Regulation 2(1)(zb) of the SEBI LODR Regulations read with Ind AS 24, by virtue of Mrs. Sana Azeez, spouse of Mr. Feroze Azeez (Joint CEO and Key Managerial Personnel of the Company), holding 99.99% of its paid-up equity share capital. The Company has no equity interest in AIPL.
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company has no equity interest in AIPL.
	Where the related party is a partnership firm or a sole proprietorship concern or a body	Not Applicable

	corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	
	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Indirect Shareholding of the related party as on 30 th September, 2026 : a. Mr. Feroze Azeez: 0.93% b. Mrs. Sana Azeez: 0.19% c. Mr. Azeez Abdul Kareem: 0.07 % d. Azeez Family Trust: 2.59%

A(3) Details of previous transactions with the related party

Sr. No.	Particulars of the information	Information provided by the Management						
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Not Applicable <table border="1"> <tr> <th>Sr. No.</th><th>Nature of Transactions</th><th>FY 2025-2026 (INR)</th></tr> <tr> <td colspan="3">NIL</td></tr> </table>	Sr. No.	Nature of Transactions	FY 2025-2026 (INR)	NIL		
Sr. No.	Nature of Transactions	FY 2025-2026 (INR)						
NIL								
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Not Applicable						
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Not Applicable						

A(4) Amount of the proposed transaction(s)

Sr. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 1,200.00 crores with an estimated revenue of Rs. 96.00 crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes

3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	104.45%								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	364745.41%								
6.	Financial performance of the related party for the immediately preceding financial year:	<table><tr><th>Particulars</th><th>FY 2025-26 (Amounts in INR Lakhs)</th></tr><tr><td>Turnover</td><td>32.89</td></tr><tr><td>Profit After Tax</td><td>13.97</td></tr><tr><td>Net worth</td><td>518.36</td></tr></table> The networth of AIPL has increased to Rs.114.18. crores as on 09th October 2026 due to further infusion of capital.	Particulars	FY 2025-26 (Amounts in INR Lakhs)	Turnover	32.89	Profit After Tax	13.97	Net worth	518.36
Particulars	FY 2025-26 (Amounts in INR Lakhs)									
Turnover	32.89									
Profit After Tax	13.97									
Net worth	518.36									

A(5) Basic details of the proposed transaction

Sr. No.	Particulars of the information	Information provided by the Management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase and/or sale of Debentures/ securities.
2.	Details of the proposed transaction	Purchase and/or sale of Debentures or securities
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Upto 31 st March 2027
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year.	Rs. 1,200.00 crores with an estimated revenue of Rs. 96.00 crores

	If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	1. In view of the increasing demand from clients for debentures/ securities, and limitations in the availability of Structured Products, the Company proposes to expand its existing procurement sources by undertaking transactions with an additional Related Party for the procurement of debentures/ securities. The proposed arrangement is intended to diversify procurement sources, enhance the availability of requisite financial instruments and provide greater flexibility in meeting client requirements in a timely and efficient manner, thereby supporting the continuity and growth of the Company's business. The transaction will be in the ordinary course of business and on an arm's length basis. 2. The proposed RPT is in the best interest of the Company and its public shareholders. It supports the company's strategic objectives, is conducted on fair and transparent terms, and includes robust oversight mechanisms. As such, it does not raise any governance concerns and is expected to contribute positively to

		shareholder value over the long term. 3. The said material RPT are expected to be in the best interest and also commercially beneficial for the Company. 4. The estimated revenue to the Company is approx. Rs. 96.00 crs.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Mr. Feroze Azeez, Joint CEO and KMP
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Indirect interest: Mrs. Sana Azeez, spouse of Mr. Feroze Azeez, holds 99.99% in AIPL. There is no direct interest of any Directors or KMP of the Company.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.

PART B

B(1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	A bidding process is not feasible for the aforesaid transaction considering its nature. The transaction shall be undertaken on arm's length terms and in the ordinary course of business.

2.	Basis of determination of price.	Fairness Assessment, No Better Alternatives. Accordingly, despite the lack of comparable bids, we believe the proposed RPT is fair and reasonable and serves the interests of shareholders.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	Not Applicable
	b. Tenure	
	c. Whether same is self-liquidating?	

The management has provided the Audit Committee with the relevant details of various proposed RPTs including material terms and conditions. All Independent Directors on the Audit Committee, after reviewing all necessary information, have granted approval for entering into the Material RPTs between the Company and AIPL. The Audit Committee has noted that the transactions to be entered into between the Company and AIPL will be on an arm's length basis and in the ordinary course of business.

The Audit Committee has reviewed the certificate provided by Whole-time Director & CEO and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

The said transaction, being a material RPT, requires prior approval of the Members of the Company in accordance with Regulation 23 of SEBI LODR Regulations.

Pursuant to the review and recommendation of the Audit Committee comprising Independent Directors, the Board of Directors recommends the Ordinary Resolution contained in Item No. 2 of the accompanying Notice for the approval of the Members.

**By order of the Board of Directors
For Anand Rathi Wealth Limited**

**Sd/-
Pravin Jogani
Company Secretary and Compliance Officer**

**Place: Mumbai
Date: October 09, 2026**