NOTICE FOR THE 40TH ANNUAL GENERAL MEETING

Notice is hereby given that the 40th Annual General Meeting of the members of **AD-MANUM FINANCE LIMITED (CIN: L52520MP1986PLC003405)** will be held on **Wednesday, the 9 th day of September, 2026 at 11:30 A.M.** at Hotel Surya, 5/5, Surya Circle, Nath Mandir Road, South Tukoganj, Indore(M.P.) 452001 in person and through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), at your best convenience to transact the following businesses:-

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statement containing the Balance Sheet as at March 31, 2026, the Statement of Changes in Equity, Profit and Loss and Cash Flow and notes thereto for the financial year ended on March 31, 2026 and the Reports of the Board's and Auditor's thereon on that date.

SPECIAL BUSINESSES:

2. **To confirm the appointment of Mr. Pramod Kishore Shrivastava (DIN: 01023565) as Chairman & Director under the Category of Professional Non-Executive Director of the Company.**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, the approval granted by the Reserve Bank of India and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded for appointment of **Mr. Pramod Kishore Shrivastava (DIN: 01023565),** who was appointed as an Additional Director under the category of Professional, Non-Executive Director with effect from June 10, 2026, as a Chairman & Non-Executive Director of the Company.

3. **To confirm the appointment of Ms. Neha Singh (DIN: 11522197) as a Director under the Category of Professional Executive Director of the Company**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, the approval granted by the Reserve Bank of India and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded for appointment of **Ms. Neha Singh (DIN: 11522197),** who was appointed as an Additional Director under the category of Professional, Executive Director with effect from June 10, 2026 to 10th August, 2026, as Director of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution".

4. **To confirm the appointment of Ms. Neha Singh (DIN: 11522197) as a Whole-time Director under the Category of Professional Director of the Company.**

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

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, the approval granted by the Reserve Bank of India and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the Members be and is hereby accorded for the appointment of **Ms. Neha Singh (DIN: 11522197),** who was appointed as an Whole-time Director by the Board of Directors with effect from June 10, 2026, and who holds office from 10th June, 2026 to 10 th August, 2026 on the following terms and conditions:

S. No.	Particular	Amount in ₹
1.	Salary	Up to ₹ 3,50,000/- (Rupees Three Lakh Fifty Thousand Only) per month
2.	Perquisites	Bonus, gratuity, and other benefits as per the policy of the Company.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Ms. Neha Singh as Whole-Time Director, she shall be paid the above remuneration as minimum remuneration, subject to the limits prescribed under Schedule V of the Companies Act, 2013 or such other limits as may be prescribed from time to time. She shall also be entitled to reimbursement of actual travelling, boarding, lodging and other business-related expenses incurred in the course of her duties.

RESOLVED FURTHER THAT the Board of Directors, be and is hereby authorized to vary the terms of remuneration within the limits approved herein and applicable law and to do all such acts, deeds and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

5. **To Amend the Main Objects and Ancillary Object 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 4 and Section 13(1) and other applicable provisions, if any, of Companies Act, 2013 ("the Act") (including any statutory modifications or re-enactment thereof, for the time being in force) and subject to the requisite approval of the Registrar of Companies/ Central Registration Centre/Ministry of Corporate Affairs and such other authorities as may be necessary, the consent of the members of the Company be and is hereby accorded for the following amendment in the Memorandum of Association of the Company as under:

1. **Alteration in Clause III(A) (Main Objects) by replacing the existing Sub-clause 3 with the following clause:**

"3. To render services for the safe keeping, custody and management of documents, articles, valuables and assets of every kind, including wills, trust deeds, title deeds, agreements and other records; and to act as custodians, trustees, executors, co-executors, administrators, managers, escrow agents, nominees, advisors or in any other fiduciary capacity, either alone or jointly with others,in respect of movable and immovable properties, assets and estates, whether in India or abroad, either directly or through agents, contractors or other intermediaries, and to undertake all such activities as may be incidental, conducive or beneficial to the aforesaid objects, to the extent permitted by applicable law."

2. **Alteration in Clause III(B) (Objects incidental or ancillary to the attainment of the Main Objects) by inserting new Sub-Clause No. 51.2 after the existing Sub-clause 51.1, as follows:**

"51.2 To promote, finance, invest in and/or own projects for generation of power from solar, wind, hydro and other renewable energy sources, whether grid-connected or off-grid, directly or through SPVs, within the limits permitted under applicable laws and RBI regulations, without changing the principal business of the Company as an NBFC."

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

6. **To approve the Transactions/Contracts/Arrangements with Related Parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.**

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

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 ("SEBI Listing Regulations") and SEBI Master Circular No. HO/49/14/14(7)2025-CFD/PoD2/I/3762/2026 dated January 30, 2026 and further amendment if any, read with the relevant provisions of the Companies Act, 2013 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party Transactions, consent of the members of the company be and is hereby accorded to enter into transactions/ contracts/arrangement, in the ordinary course of its business and on arm's length basis, for Transfer of Resources including receiving/ providing loans and advances or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related parties for an amount **upto Rs. 186 Crore (Rupees One Hundred Eighty Six Crores Only)** for the period, from the date of 40th Annual General Meeting up to the date of 41 st Annual General Meeting (both days inclusive), (hereinafter referred to as 'RPT period'), as set out in the statement annexed to this notice.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution."

Ad-Manum Finance Limited
CIN: L52520MP1986PLC003405
Registered Office:
Agarwal House,
5, Yeshwant Colony,
Indore (MP) 452003

Place: Indore
Date : 10th August, 2026

By order of the Board

Neha Singh
Company Secretary
& Compliance Officer
FCS: 9881

NOTES:

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act'), setting out material facts concerning the business with respect to Item No. 2 to 6 forms part of this Notice. Additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India in respect of the Director seeking appointment at this AGM is furnished as Annexure to this Notice.

2. The Notice convening the Annual General Meeting was approved by the Board of Directors at its meeting held on July 24, 2026, and subsequently amended on August 10, 2026.

3. The AGM will be held in hybrid mode, i.e., the Members may attend this Meeting in-person at **Hotel Surya, 5/5, Surya Circle, Nath Mandir Road, South Tukoganj, Indore (M.P.) 452001** or through VC/OAVM mode at their best convenience, in accordance with the applicable provisions of the Act, the Rules made thereunder, and read with General Circulars issued by the Ministry of Corporate Affairs ('MCA') having reference No. 14 / 2020 dated April 8, 2020, along with subsequent extensions issued in this regard from time to time, the latest being Circular No. 03 / 2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), and the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Circulars issued by the SEBI having reference No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, along with subsequent extensions issued in this regard from time to time, and the latest being Circular No. SEBI/HO/ DDHS/DDHSPoD-1/P/CIR/2025/83 dated June 5, 2025 (collectively referred to as 'SEBI Circulars'). These MCA and SEBI Circulars have permitted the holding of AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), and MCA and SEBI Circulars, the AGM of the Company is being also held through VC / OAVM. The Members of the Company who wish to attend this meeting in-person may do so as per the instructions provided separately in this Notice.

4. Pursuant to Secretarial Standard on General Meetings ('SS-2'), issued by the Institute of Company Secretaries of India, ('ICSI'), the route map showing the prominent landmarks to the Meeting venue is provided separately in this Notice.

5. For Members attending in-person: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL AT THE VENUE ON MEMBER'S BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE AND VALID, THE PROXY FORM MUST BE DULY FILLED, COMPLETED, STAMPED, SIGNED, AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

6. For Members attending through VC/OAVM: Since this AGM is also being held through VC/OAVM pursuant to the applicable MCA and SEBI circulars, the facility for appointing proxies is not available for Members attending through these VC/OAVM mode.

7. A person may act as a proxy on behalf of members not more than fifty and holding in the aggregate not more than 10% of the total paid-up share capital of the Company carrying voting rights. A member holding more than 10% of the total paid-up share capital of the Company carrying voting rights may appoint a single person as a proxy, and such person shall not act as a proxy for any other member.

8. In terms of the provisions of Section 113 of the Companies Act, 2013, the Corporate Members including Institutional shareholders (i.e., other than individuals, HUF, NRI, etc.) intending to authorise a representative to attend the Meeting either in-person or through VC/OAVM and entitled to exercise the voting rights, are requested to provide a duly certified copy of the resolution of its Board of Directors or other authorisation/representation document appointing such representative to attend and vote on their behalf at the Meeting.

9. In terms of the above statutory requirement, the said Corporate Members are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised representative, to the Scrutiniser by e-mail at pcsishanjain@gmail.com with a copy to cs@admanumfinance.com and helpdesk.evoting@cdslindia.com.

   The votes cast by your entity will be counted by the Scrutiniser subject to the receipt of the aforesaid authorisation document as mentioned above.

   The Board Resolution/Power of Attorney/Authority Letter etc. can also be uploaded by the said Corporate Members by clicking on 'Upload Board Resolution/Authority Letter' displayed under 'e-voting' tab in their login.

10. Members attending the meeting in-person are requested to bring the attendance slip with them during the meeting. The format of the same has been separately provided in this Notice.

11. In case of joint holders attending the Meeting, only the holder whose name appears first in the order of names will be entitled to vote.

12. As a part of Company's green initiatives and austerity measure, the printed copies of the Annual Report will not be distributed at the AGM.

13. Relevant documents referred to in the accompanying Notice and the Explanatory Statement are available for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of

the Meeting. Also,the electronic copies of these documents may also be inspected by sending an email request to cs@admanumfinance.com.

14. The electronic copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members at the Meeting.

15. **CS Ishan Jain**, Practicing Company Secretary and Proprietor of M/s. Ishan Jain & Co., Company Secretaries, Indore (FRN: S2021MP802300; FCS: 9978; C.P. No. 13032; Peer review No. 6973/2025) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the e-voting and Poll at the 40 th AGM and remote e-voting process in a fair and transparent manner.

16. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 (Seven) days before the date of the Meeting at its email ID cs@admanumfinance.com so that the information required may be made available at the Meeting.

17. In compliance with the aforesaid MCA and SEBI Circulars, Notice of the AGM and the Annual Report FY 2025-26 are being sent only through electronic mode to those Members whose email addresses are registered with the Company or the Depositories. The Notice and Annual Report FY 2025-26 will also be available on the Company's website at www.admanumfinance.com, and on the websites of BSE Limited at www.bseindia.com, on the website of CDSL at https://www.evotingindia.com.

18. As per Regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing the weblink of the Annual Report for FY 2025-26, will be sent to those Member(s) who have not registered their email address with the Company, the Depositories / the Depository Participants / Ankit Consultancy Private Limited (Registrar and Share Transfer Agent of the Company).

19. The Members are requested to:

– Intimate changes, if any, in their registered addresses immediately.

– Quote their ledger folio number in all their correspondence.

– Send their Email address to us for prompt communication and update the same with their D.P. to receive softcopy of the Annual Report of the Company

20. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id investor@ankitonline.com and compliance@ankitonline.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.

21. The report on the Corporate Governance and Management Discussion and Analysis also forms part to the report of the Board Report.

22. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible.

    Members are also advised not to leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

23. To support the 'Green Initiative', Members who have not yet registered their E-mail addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the RTA/ Company in case the shares are held by them in physical form.

24. As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the Share Transfer Agent of the Company, Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id investor@ankitonline.com and compliance@ankitonline.com.

25. SEBI has mandated submission of PAN by every participant in the securities market.

    Members holding shares in electronic form are, therefore, requested to submit their PAN details to their depository participants. Members holding shares in physical form are requested to submit their PAN details to the company's RTA.

26. Pursuant to the Circular issued by Investor Education and Protection Fund Authority (IEPFA) dated July 16, 2025, the Company has launched the 'Saksham Niveshak 100 Days Campaign' to create awareness amongst investors and facilitate the resolution of pending issues relating to unclaimed dividends and shares transferred to Investor Education and Protection Fund (IEPF), updation of KYC and nomination details, and enable investors to claim their rightful entitlements. The Company has communicated the opening of this special window to the investors 16from time to time and the details are made available on the Company's website at www.admanumfinance.com.

27. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (‘PAN’), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,

28. **For shares held in electronic form**: to their Depository Participant only and not to the Company’s RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company’s records which will help the Company, and its RTA provide efficient and better service to the Members.

29. **For shares held in physical form:** to the Company’s RTA in prescribed Form ISR -1 and other forms pursuant to SEBI master circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023 as per instructions mentioned in the form. The said form can be downloaded from the Members’ Reference available on the Company’s website https://www.admanumfinance.com under Standard documents for Investors and is also available on the website of the RTA.

30. Members may please note that SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/ 2022/8 dated January 25, 2022, by rescinding earlier circulars, has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Standard documents for Investors available on the Company’s website https://www.admanumfinance.com and is also available on the website of the RTA i.e. https://www.ankitonline.com/documents.aspx. It may be noted that any service request can be processed only after the folio is KYC Compliant.

31. Members holding shares in physical form are required to submit PAN, nomination, contact details, bank account details and specimen signature in specified forms. Members may access https://www.admanumfinance.com or https://www.ankitonline.com/documents.aspx for Form ISR-1 to register PAN/email id/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out. Members may make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, the format of which is available on the Company’s website and on the website of the Company’s Registrar and Transfer Agent.

32. In case a holder of physical securities whose folio do not have PAN, nomination, contact details, bank account details and specimen signature updated shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing PAN, KYC details and Nomination and for any payment including dividend, interest or redemption payment in respect of such folios, only through electronic mode with effect from April 01, 2024.

33. In compliance with SEBI guidelines, the Company sent communications intimating about the submission of the above details to all the Members holding shares in physical form to the RTA/Company.

34. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form SH-13. If a member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form SH-14. Members who are either not desiring to register for nomination or want to opt-out, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from the RTA’s website. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the share are held in physical form, quoting their folio no.

35. Dispute Resolution Mechanism at Stock Exchanges-SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Transfer Agent on delay or default in processing any investor services related request.

36. In compliance with SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the Members holding shares in physical form.

37. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 4, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through their Portal (https://smartodr.in/login) and the same can also be accessed through the Company’s website at https://www.admanumfinance.com

38. SEBI vide its notification dated January 24, 2022 has amended Regulation 40(1) of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

39. Members attending the AGM in-person and through VC / OAVM shall be counted together for the purpose of reckoning the quorum under Section 103 of the Act.

Information and other instructions relating to e-voting and joining the Meeting through VC / OAVM are as follows:

40. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on a first come first served basis. This will not include large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the AGM without restrictions on account of first come first served basis.

41. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using a remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.

42. **The instructions for members for remote e-voting and joining the AGM are as under:**

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

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

Step 2 Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

i. The voting period begins on Sunday, September 6, 2026, at 9:00 A.M. (IST) and ends on Tuesday, September 8, 2026, at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Wednesday, September 2, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

iv. In terms of Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30 th January, 2026, e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode **NSDL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name** or **e-Voting service provider name** and you will be re-directed to **e- Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.comor contact at toll free no. **1800 2109911**
Individual Shareholders holding securities in demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and **022 - 2499 7000**

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

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

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)· • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.· • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

ix. Click on the EVSN for Company's name Ad Manum Finance Limited to vote.

x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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

xii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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

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

xv. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

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

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

a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

d. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

e. It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

f. Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@admanumfinance.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Instructions for Shareholders attending the AGM through VC/OAVM & E-Voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the 40 th AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 (Seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@admanumfinance.com The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (Seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@admanumfinance.com These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. However, the company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time for the AGM.
9. Only those shareholders who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Process for those Shareholders whose Email/Mobile No. are not Registered with the Company/Depositories.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@admanumfinance.com/ investor@ankitonline.com and compliance@ankitonline.com.

2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your Email Id & Mobile No. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

BRIEF PROFILE OF THE DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT OF THE NOTICE OF ENSUING ANNUAL GENERAL MEETING AS PER SEBI (LODR) REGULATIONS, 2015 AND THE COMPANIES ACT, 2013.

Name of Director	**Mr. Pramod Kishore Shrivastava**	**Ms. Neha singh**
DIN	01023565	11522197
Designation	Chairman & Director	Whole Time Director
Category	Non-Executive	Executive
Date of Birth	25-Sept-1978	13-Apr-1989
Date of Appointment/Re-appointment	June 10, 2026	June 10, 2026
Qualification	CA, BSC & LLM	CS, MBA, LLB
No. of shares held	300	1
List of outside Directorship including Listed Entity	1. Agarwal Coal Corporation Private Limited 2. Agarwal Energen Private Limited 3. Agarwal Energen Solar Park Private Limited 4. Balaji Sewarth Vinod Agarwal Foundation 5. Indosurat Logistics Limited 6. Available Finance Limited (Listed Entity)	Nil
Chairman / Member of the Committees of the Board of Directors of the Company	1. Audit Committee 2. Nomination & Remuneration Committee 3. Stakeholder Relationship Committee 4. Corporate Social Responsibility Committee	Nil
Chairman / Member of the Committees of the Board, Directors of other Companies in which he/she is director	Member: Corporate Social Responsibility Committee of Agarwal Coal Corporation Private Limited	Nil
Disclosures of relationships between directors inter-se.	Nil	Nil
Skills and capabilities required for the role and the manner in which he/she meets such requirements	Extensive expertise in financial control, treasury optimization, and investment planning to strengthen financial performance and mitigate risks. Strong understanding of corporate and financial laws, enabling effective alignment of financial strategies with legal and regulatory requirements	Has relevant knowledge of corporate governance and legal compliances for nearly 14 years.

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES:

Item No. 2:

The Board of Directors, at its meeting held on June 10, 2026, appointed **Mr. Pramod Kishore Shrivastava (DIN: 01023565)** as an Additional Director under the category of Professional, Non-Executive Director, pursuant to Section 161 of the Companies Act, 2013, based on the recommendation of the Nomination and Remuneration Committee and approval of the Reserve Bank of India by letter No NGP.DOR.RSG.No.S54/12-01-340/2026-2027 dated June 09, 2026, and subject to the approval of the Members. The Board also designated him as the Chairman of the Board and Meetings of the Members of the Company.

Mr. Pramod Kishore Shrivastava possesses extensive professional experience and expertise, and the Board is of the opinion that his appointment will be beneficial to the Company.

The Company has received the necessary consent, declarations and disclosures as required under the Companies Act, 2013. Additional information as required under the Companies Act, 2013, Secretarial Standard-2 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the annexure to this Notice.

Except Mr. Pramod Kishore Shrivastava and his relatives, if any, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Resolution set forth **at Item No. 2 for approval of the members as an Ordinary Resolution.**

Item No. 3 & 4:

The Board of Directors, at its meeting held on June 10, 2026, based on the recommendation of the Nomination and Remuneration Committee and pursuant to the approval received from the Reserve Bank of India by letter No NGP.DOR.RSG.No.S54/12-01-340/2026-2027 dated June 09, 2026, has appointed Ms. Neha Singh (DIN: 11522197) as an Additional Director of the Company with effect from June 10, 2026 under Section 161 of the Companies Act, 2013. The Board also approved and recommended her appointment as Whole-Time Director & Key Managerial Personnel of the Company for a period of three (3) years, subject to the approval of the Members.

However, Ms. Neha Singh has tendered her resignation on 10th August, 2026 from the office of the Directors and Whole-time Director of the Company w.e.f. 10th August, 2026. Hence your Board seek approval for her appointment as a director and whole-time director only for her tenure from 10th June, 2026 to 10th August, 2026.

Ms. Neha Singh continues serving as the Company Secretary of the Company and possesses significant experience in corporate laws, secretarial compliance, regulatory matters and corporate governance. The Board is of the opinion that her continued association with the Company in the capacity of Additional Director as well as Whole-Time Director was beneficial for the Company.

The principal terms of her appointment, including remuneration, are set out in the resolution.

Her remuneration has been recommended by the Nomination and Remuneration Committee and is in accordance with the applicable provisions of the Companies Act, 2013, Schedule V thereto and the Company & Remuneration Policy.

The Company has received the necessary consent, declarations and disclosures as required under the Companies Act, 2013. Additional information as required under the Companies Act, 2013, Secretarial Standard-2 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the annexure to this Notice.

A brief profile of Ms. Neha Singh and other disclosures as required under the Companies Act, 2013, Secretarial Standard-2 on General Meetings and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided in the annexure to this Notice.

Ms. Neha Singh being the Company Secretary and Compliance officer during the aforesaid period to the extent of remuneration drawn by her, may be deemed to be financially interested. Except that none of her relative, other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Resolution set forth at **Item No. 3 and 4 for approval of the members as an Ordinary Resolution.**

Item No. 5:

The Company is registered as a Non-Banking Financial Company (NBFC) and is engaged in the business of financing and other activities permitted under the applicable laws and regulations. With a view to providing greater operational flexibility and enabling the Company to undertake certain allied and incidental business activities, the Board of Directors, approved the proposal to:

(a) replace the existing Sub-clause 3 of Clause III(A) (Main Objects) of the Memorandum of Association with the new sub-clause 3 as set out in the aforesaid resolution.

(b) Insert a new sub-Clause 51.2 in Clause III(B) (Objects incidental or ancillary to the attainment of the Main Objects) after the existing Sub-clause 51.1 as set out in the aforesaid resolution.

Pursuant to Sections 4 and 13 of the Companies Act, 2013, alteration of the Memorandum of Association requires the approval of the Members by way of a Special Resolution.

A copy of the proposed amended copy of the Memorandum of Association shall be available for inspection by the Members during business hours on all working days up to the date of the Annual General Meeting and shall also be available for inspection at the venue of the Meeting. None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

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

Item No. 6:

As per the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 all the Related Party Transaction(s) shall require prior approval of the Audit Committee of the Board and all Material Related Party Transaction(s) shall require prior approval of the Members on yearly basis as per Regulation 23 of SEBI (LODR) Regulations, 2015.

The company is making regular business transaction(s) with the Related Parties for providing, loans, advances, guarantee and securities making investment in the securities or otherwise disposing of, or buying, property of any kind from/to Related party, giving/taking property on lease to/from Related Party, availing or rendering of any service from/to Related Party etc. whether material or otherwise, and the approval is required for up to an estimated annual value of **upto Rs. 186 Crore (Rupees One Hundred Eighty Six Crore Only)** for a period up to the conclusion of the next Annual General Meeting to be held in the Calendar Year 2027 and pursuant to Regulation 23(4) of the SEBI Listing Regulations, 2015 mandates prior approval of the Members by way of an ordinary resolution for all material related party transactions. Further, in terms of Regulation 23(1) of the SEBI Listing Regulations read with Schedule XII thereto, a related party transaction shall be considered material where, in case of a listed entity having a consolidated turnover Up to ₹ 20,000 Crore, the materiality threshold shall be 10% of the annual consolidated turnover of the listed entity. Accordingly, the materiality threshold (based on FY2026, statements), for seeking shareholders' approval for related party transactions of the Company is ₹ 1.37 crore.

The disclosure as required under Rule 15 of the Companies (Meetings of Board and its powers) Rules, 2014 and Regulation 23 of the SEBI (LODR) Regulations, 2015 in accordance with the SEBI's Master circular dated 30 January 2026 read with & Industry Standards on Minimum Information to be provided for Review of Audit Committee and Shareholders for approval of Related Party Transactions & are as under:

A(1) BASIC DETAILS OF THE RELATED PARTY

S. No.	Particulars of the information	Information provided by the management				
1	**Name of the related party**	**1. Agarwal Coal Corporation Private Limited (ACCPL)**	**2. Agarwal Fuel Corporation Private Limited (AFCPL)**	**3. Agarwal Real City Private Limited (ARCPL)**	**4. Agarmin Coalwashery Private Limited (ACWPL)**	**5. Available Finance Limited (AFL)**
2	Country of incorporation of the related party	India				
3	Nature of business of the related party	ACCPL is engaged in business of coal trading.	AFCPL is engaged in business of coal trading.	ARCPL is engaged in business of Real Estate Development & activities	ACWPL is engaged in business of coal trading.	AFL is an unregistered Core Investment Company (CIC) engaged in the business of lending and investment

A(1) BASIC DETAILS OF THE RELATED PARTY

S. No.	Particulars of the information	Information provided by the management				
1	**Name of the related party**	**6. Archana Coal Private Limited (ACPL)**	**7. Sanjana Cold Storage Private Limited (SCSPL)**	**8. Agarwal Energen One Private Limited (AEOPL)**	**9. Agarwal Energen Two Private Limited (AETPL)**	**10. Mr. Vinod Kumar Agarwal**
2	Country of incorporation of the related party	India				
3	Nature of business of the related party	ACPL is engaged in business of coal trading.	SCSPL is engaged in business of cold storage.	AEOPL is engaged in business of solar power generation	AETPL is engaged in business of solar power generation	He heads a diversified business conglomerate in coal trading, real estate development, and various allied business activities.

A(2) RELATIONSHIP AND OWNERSHIP OF THE RELATED PARTY

S. No.	Particulars of the information	Information provided by the management				
		1. Agarwal Coal Corporation Private Limited (ACCPL)	**2. Agarwal Fuel Corporation Private Limited (AFCPL)**	**3. Agarwal Real City Private Limited (ARCPL)**	**4. Agarmin Coalwashery Private Limited (ACWPL)**	**5. Available Finance Limited (AFL)**
1	Shareholding of the listed entity, whether direct or indirect, in the related party.	Nil				
2	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity	Not Applicable				
3	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Nil	AFCPL holds 5.95% shares in the Company	Nil	Nil	AFL holds 3.60% shares in the Company

S. No.	Particulars of the information	Information provided by the management				
		6. Archana Coal Private Limited (ACPL)	7. Sanjana Cold Storage Private Limited (SCSPL)	8. Agarwal Energen One Private Limited (AEOPL)	9. Agarwal Energen Two Private Limited (AETPL)	10. Mr. Vinod Kumar Agarwal
1	Shareholding of the listed entity, whether direct or indirect, in the related party.	Nil				
2	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity	Nil				
3	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	ACPL holds 2.73% shares in the Company	Nil	Nil	Nil	Direct holding - 14.70 % Indirect holding - 10.39 %

A(3) DETAILS OF PREVIOUS TRANSACTIONS WITH THE RELATED PARTY

S. No.	Particulars of the information	Information provided by the management				
		1. Agarwal Coal Corporation Private Limited (ACCPL)	2. Agarwal Fuel Corporation Private Limited (AFCPL)	3. Agarwal Real City Private Limited (ARCPL)	4. Agarmin Coalwashery Private Limited (ACWPL)	5. Available Finance Limited (AFL)
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year FY 25-26	1. Loan Given : 18.05 crs 2. Loan Refund : 18.51 crs 3. Interest accrued: 0.47	1. Loan Given : 3.30 crs 2. Loan Refund : 6.01 crs 3. Interest accrued : 0.137	Nil	1. Loan Given : 0.60 crs 2. Loan Refund : 0.61 crs 3. Interest accrued : 0.008 4. Loan Taken : 3.59 crs 5. Loan Repaid: Nil 6. Interest Repaid: 0.07 Crs	1. Loan Taken : 0.43 crs 2. Loan Repaid: 0.46 crs 3. Interest accrued : 0.54 Crs
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee /shareholders) as on 30th June, 2026	Nil	Nil	Nil	1. Loan Taken : 3.85 crs 2. Loan Repaid: 1.62 crs 3. Interest accrued : 0.10 Crs	1. Loan Taken : 0.15 crs 2. Loan Repaid: 0.27 Crs 3. Interest accrued : 0.14 Crs

S. No.	Particulars of the information	Information provided by the management				
		1. Agarwal Coal Corporation Private Limited (ACCPL)	2. Agarwal Fuel Corporation Private Limited (AFCPL)	3. Agarwal Real City Private Limited	4. Agarmin Coalwashery Private Limited (ACWPL)	5. Available Finance Limited (AFL)
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.	No				

S. No.	Particulars of the information	Information provided by the management				
		6. Archana Coal Private Limited (ACPL)	7. Sanjana Cold Storage Private Limited (SCSPL)	8. Agarwal Energen One Private Limited (AEOPL)	9. Agarwal Energen Two Private Limited (AETPL)	10. Mr. Vinod Kumar Agarwal
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. FY 25-26	1. Loan Taken : 0.60 crs 2. Loan Repaid: 0.13 3. Interest accrued : 0.11 Crs	1. Loan Taken : 3.60 crs 2. Loan Repaid: 3.60 crs 3. Interest accrued : Nil	Nil	Nil	1. Loan Taken : 12.70 crs 2. Loan Repaid: 1.08 Crs 3. Interest accrued : 0.074 Crs 4. Rent paid : 0.04 Crs
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee/share-holders) as on 30th June, 2026	1. Loan Taken : 0.15 crs 2. Loan Repaid: 0.11 crs 3. Interest accrued : 0.04 Crs	Nil	Nil	Nil	1. Loan Taken : 0.30 crs 2. Loan Repaid: 6.22 Crs 3. Interest accrued : 0.12 Crs 4. Rent paid : 0.01 Crs
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.	No				

A(4) AMOUNT OF THE PROPOSED TRANSACTION(S)

S. No.	Particulars of the information	Information provided by the management				
		1. Agarwal Coal Corporation Private Limited (ACCPL)	**2. Agarwal Fuel Corporation Private Limited (AFCPL)**	**3. Agarwal Real City Private Limited (ARCPL)**	**4. Agarmin Coalwashery Private Limited (ACWPL)**	**5. Agarmin Coalwashery Private Limited (ACWPL)**
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 50.00 Crores	₹ 25.00 Crores	₹ 25.00 Crores	For providing: the Loan ₹ 25.00 Crores	For availing of the Loan ₹ 20.00 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	Yes	Yes	Yes	Yes
3	Value of the proposed transactions as a percentage of the listed entity's turnover for F.Y. 25-26	365.19%	182.60%	182.60%	182.60%	146.08%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for F.Y. 25-26	Not Applicable				
5	Value of the proposed transactions as a percentage of the related party's annual consolidated/standalone turnover of related party for F.Y. 25-26	0.75% (Consolidated)	0.75% (Consolidated)	Not available	80.95 % (Standalone)	64.76 % (Standalone)
6	Financial performance of the related party for F.Y. 25-26 (Rs. Crores):	• Turnover – 6679.52 • Profit After Tax - 214.94 • Net worth - 2358.11	• Turnover – 1417.91 • ProfitAfter Tax - 82.42 • Net worth - 591.06	Not available	• Turnover – 30.88 • Profit After Tax - 1.73 • Net worth - 30.95	

S. No.	Particulars of the information	Information provided by the management					
		6. Available Finance Limited (AFL)	**7. Archana Coal Private Limited (ACPL)**	**8. Sanjana Cold Storage Private Limited (SCSPL)**	**9. Agarwal Energen One Private Limited (AEOPL)**	**10. Agarwal Energen Two Private Limited (AETPL)**	**11. Mr. Vinod Kumar Agarwal**
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 1 Crore	₹ 2 Crores	₹ 8 Crores	₹ 5 Crores	₹ 5 Crores	₹ 20.00 Crores
2	Whether the roposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT ?	No	Yes	Yes	Yes	Yes	Yes
3	Value of the proposed transactions as a percentage of the listed entity's turnover for for F.Y. 25-26	7.30%	14.61%	58.43%	36.52%	36.52%	146.08%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for F.Y. 25-26	Not Applicable					
5	Value of the proposed transactions as a percentage of the related party's annual consolidated/s tandalone turnover of related party) for F.Y. 25-26	165.36 % (consoli-dated)	Not available	Not available	75.28% (standalone)	106.08% (standalone)	Not available
6	Financial performance of the related party for F.Y. 25-26 (Rs. Crores):	• Turnover – 0.6 Crores • Profit After Tax - 0.2 • Net worth - 17.68	Not available	Not available	• Turnover – 6.64 • Profit After Tax - (6.84) • Net worth - (5.99)	• Turnover – 4.71 • Profit After Tax -(5.43) • Net worth - (4.60)	Not available

A(5) BASIC DETAILS OF THE PROPOSED TRANSACTION(S)

S. No.	Particulars of the information	Information provided by the management				
		1. Agarwal Coal Corporation Private Limited (ACCPL)	**2. Agarwal Fuel Corporation Private Limited (AFCPL)**	**3. Agarwal Real City Private Limited (ARCPL)**	**4. Agarmin Coalwashery Private Limited (ACWPL)**	**5. Agarmin Coalwashery Private Limited (ACWPL)**
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Giving Loan	Giving Loan	Giving Loan	Giving Loan	Borrowing
2	Details of each type of the proposed transaction	Giving Short-term Unsecured Loan repayable on demand	Giving Short-term Unsecured Loan repayable on demand	Giving Short-term Unsecured Loan repayable on demand	Giving Short-term Unsecured Loan repayable on demand	Acceptance of Unsecured short term loan repayable on demand
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year	1 year	1 year	1 year	1 year
4	Whether omnibus approval is being sought ₹	Yes	Yes	Yes	Yes	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 50.00 Crores (Proposed approval is valid for 1 year)	₹ 25.00 Crores (Proposed approval is valid for 1 year)	₹ 25.00 Crores (Proposed approval is valid for 1 year)	₹ 25.00 Crores (Proposed approval is valid for 1 year)	₹ 20.00 Crores (Proposed approval is valid for 1 year)
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transactions are in. furtherance of the Company's lending operations The arrangement is mutually beneficial as it enables the related party to meet its funding requirements efficiently while allowing the Company to deploy its resources productively and earn a market-linked return.	The proposed transactions are in furtherance of the Company's & lending operations The arrangement is mutually beneficial as it enables the related party to meet its funding requirements efficiently while allowing the Company to deploy its resources productively and earn a market-linked return.	The proposed transactions are in furtherance of the Company's & lending operations The arrangement is mutually beneficial as it enables the related party to meet its funding requirements efficiently while allowing the Company to deploy its resources productively and earn a market-linked return	The proposed transactions are in furtherance of the Company's & lending operations The arrangement is mutually beneficial as it enables the related party to meet its funding requirements efficiently while allowing the Company to deploy its resources productively and earn a market-linked return	The proposed transactions will help the Company to maintain its liquidity levels of for smooth functioning of the regular and day-to-day business transactions

7	Whether the RPT proposed to be enter are: (i) Not prejudicial to the interest of public shareholders and (ii) Going to be carried out on the same terms and conditions as would be applicable to a party who is not a related party.	The proposed Transactions is not prejudice to the interest of the public shareholders. Further, the listed entity is governed under RBI Regulations being the registered NBFC and the company has provided loans to other companies on Arm Lenth basis subject to other terms and conditions involved.				
8	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. Pramod Kishore Shrivastava is common Director in both the Companies	N.A.	N.A.	N.A.	N.A.
	b. Shareholding of the director /KMP, whether direct or indirect, in the related party	Nil				
9	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable				
10	Other information relevant for decision making.	Nil				

S. No.	**Particulars of the information**	**Information provided by the management**					
		6. Available Finance Limited (AFL)	**7. Archana Coal Private Limited (ACPL)**	**8. Sanjana Cold Storage Private Limited (SCSPL)**	**9. Agarwal Energen One Private Limited (AEOPL)**	**10. Agarwal Energen Two Private Limited (AETPL)**	**11. Mr. Vinod Kumar Agarwal**
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing	Borrowing	Borrowing	Borrowing	Borrowing	Borrowing
2	Details of each type of the proposed transaction	Acceptance of Unsecured short term loan repayable on demand	Acceptance of Unsecured short term loan repayable on demand	Acceptance of Unsecured short term loan repayable on demand	Acceptance of Unsecured short term loan repayable on demand	Acceptance of Unsecured short term loan repayable on demand	Acceptance of Unsecured short term loan repayable on demand

S. No.	Particulars of the information	Information provided by the management					
		6. Available Finance Limited (AFL)	**7. Archana Coal Private Limited (ACPL)**	**8. Sanjana Cold Storage Private Limited (SCSPL)**	**9. Agarwal Energen One Private Limited (AEOPL)**	**10. Agarwal Energen Two Private Limited (AETPL)**	**11. Mr. Vinod Kumar Agarwal**
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year	1 year	1 year	1 year	1 year	1 year
4	Whether omnibus approval is being sought ₹	Yes	Yes	Yes	Yes	Yes	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 1 Crore (Proposed approval is valid for 1 year)	₹ 2 Crores (Proposed approval is valid for 1 year)	₹ 8 Crores (Proposed approval is valid for 1 year)	₹ 5 Crores (Proposed approval is valid for 1 year)	₹ 5 Crores (Proposed approval is valid for 1 year)	₹ 20.00 Crores (Proposed approval is valid for 1 year)
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transactions will help the Company to maintain its liquidity levels of for smooth functioning of the regular and day-to-day business transactions	The proposed transactions will help the Company to maintain its liquidity levels of for smooth functioning of the regular and day-to-day business transactions	The proposed transactions will help the Company to maintain its liquidity levels of for smooth functioning of the regular and day-to-day business transactions	The proposed transactions will help the Company to maintain its liquidity levels of for smooth functioning of the regular and day-to-day business transactions	The proposed transactions will help the Company to maintain its liquidity levels of for smooth functioning of the regular and day-to-day business transactions	The proposed transactions will help the Company to maintain its liquidity levels of for smooth functioning of the regular and day-to-day business transactions
7	Whether the RPT proposed to be enter are: (i) Not prejudicial to the interest of public shareholders and (ii) Going to be carried out on the same terms and conditions as would be applicable to a party who is not a related party.	The proposed Transactions is not prejudice to the interest of the public shareholders. Further, the listed entity is governed under RBI Regulations being the registered NBFC and the company has provided loans to other companies on Arm Lenth basis subject to other terms and conditions involved.					
8	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. Pramod Kishore Shrivastava is common Director in both the Companies	Mr. Sanjeev Sharma is a common Director in both the Companies	N.A.	N.A.	N.A.	N.A.

	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Direct holding : .002 % Indirect holding: 004%	Nil				
9	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable					
10	Other information relevant for decision making.	Nil					

B(2) DISCLOSURE ONLY IN CASE OF TRANSACTIONS RELATING TO LOANS AND ADVANCES (OTHER THAN TRADE ADVANCES) OR INTER-CORPORATE DEPOSITS GIVEN BY THE LISTED ENTITY OR ITS SUBSIDIARY

S. No.	Particulars of the information	Information provided by the management			
		1. Agarwal Coal Corporation Private Limited (ACCPL)	**2. Agarwal Fuel Corporation Private Limited (AFCPL)**	**3. Agarwal Real City Private Limited (ARCPL)**	**4. Agarmin Coalwashery Private Limited (ACWPL)**
1	Source of funds in connection with the proposed transaction.	Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.			
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: a. Nature of indebtedness; b. Total cost of borrowing; c. Tenure; d. Other details	Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.			
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders	Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.			
4 .	Proposed interest rate to be charged by listed entity or its subsidiary from the related party ₹	Interest rate: not less than as per RBI Norms as applicable on NBFC			

5	Maturity / due date	1 (one) Year	1 (one) Year	1 (one) Year	1 (one) Year
6	Repayment schedule & terms	On Demand	On Demand	On Demand	On Demand
7	Whether secured or unsecured ₹	Unsecured	Unsecured	Unsecured	Unsecured
8	If secured, the nature of security & security coverage ratio	Not Applicable			
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	General business purpose including capital expenditures and working capital.			

B(5) DISCLOSURE ONLY IN CASE OF TRANSACTIONS RELATING TO BORROWINGS BY THE LISTED ENTITY OR ITS SUBSIDIARY

S. No.	Particulars of the information	Information provided by the management			
		1. Agarmin Coalwashery Private Limited (ACWPL)	**2. Available Finance Limited (AFL)**	**3. Archana Coal Private Limited (ACPL)**	**4. Sanjana Cold Storage Private Limited (SCSPL)**
1	Material covenants of the proposed transaction	short term unsecured borrowing repayable on demand			
2	Interest rate (in terms of numerical value or base rate and applicable spread)	Interest rate (in terms of numerical value or base rate and applicable spread)			
3	Cost of borrowing Note: This shall include all costs associated with the borrowing	Apart from interest, No other borrowing costs, fees or charges are payable.			
4	Maturity / due date	1 (one) Year	1 (one) Year	1 (one) Year	1 (one) Year
5	Repayment schedule & terms	On Demand	On Demand	On Demand	On Demand
6	Whether secured or unsecured ₹	Unsecured	Unsecured	Unsecured	Unsecured
7	If secured, the nature of security & security coverage ratio	Not Applicable			
8	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	General business purpose including financing activities & repayment of existing loans			

S. No.	Particulars of the information	Information provided by the management		
1	Material Covenants of the proposed transaction	**5. Agarwal Energen One Private Limited (AEOPL)**	**6. Agarwal Energen Two Private Limited (AETPL)**	**7. Mr. Vinod Kumar Agarwal**
		short term unsecured borrowing repayable on demand	short term unsecured borrowing repayable on demand	short term unsecured borrowing repayable on demand
2	Interest rate (in terms of numerical value or base rate and applicable spread)	Interest rate not less than as per RBI Norms as applicable on NBFC		
3	Cost of borrowing Note: This shall include all costs associated with the borrowing	Apart from interest, No other borrowing costs, fees or charges are payable.		
4	Maturity / due date	1 (one) Year	1 (one) Year	1 (one) Year
5	Repayment schedule & terms	On Demand	On Demand	On Demand
6	Whether secured or unsecured ₹	On Demand	On Demand	On Demand
7	If secured, the nature of security & security coverage ratio	Unsecured	Unsecured	Unsecured
8	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	General business purpose including financing activities & repayment of existing loans		

C(1) DISCLOSURE ONLY IN CASE OF TRANSACTIONS RELATING TO LOANS AND ADVANCES (OTHER THAN TRADE ADVANCES) OR INTER-CORPORATE DEPOSITS GIVEN BY THE LISTED ENTITY OR ITS SUBSIDIARY

S. No.	Particulars of the information	Information provided by the management			
1	Latest credit rating of the related party	**1. Agarwal Coal Corporation Private Limited (ACCPL)**	**2. Agarwal Fuel Corporation Private Limited (AFCPL)**	**3. Agarwal Real City Private Limited (ARCPL)**	**4. Agarmin Coalwashery Private Limited (ACWPL)**
		Longterm - Crisil -A/Stable Shorterm - Crisil A1	Longterm - Crisil -A/Stable Shorterm - Crisil A1	Not availed	Not availed
2	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.	Nil			

	In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	

C(4) DISCLOSURE ONLY IN CASE OF TRANSACTIONS RELATING TO BORROWINGS BY THE LISTED ENTITY OR ITS SUBSIDIARY

S. No.	Particulars of the information	Information provided by the management			
		1. Agarmin Coalwashery Private Limited (ACWPL)	**2. Available Finance Limited (AFL)**	**3. Archana Coal Private Limited (ACPL)**	**4. Sanjana Cold Storage Private Limited (SCSPL)**
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.			

S. No.	Particulars of the information	Information provided by the management
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.

S. No.	Particulars of the information	Information provided by the management		
		5. Agarwal Energen One Private Limited (AEOPL)	**6. Agarwal Energen Two Private Limited (AETPL)**	**7. Mr. Vinod Kumar Agarwal**
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.		
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.		

Except as mentioned in Notes to Accounts in the Financial Statements, none of the Director/Body Corporate, Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested, financially or otherwise, in this Resolution.

The Company is NBFC registered with the RBI therefore the transaction relating to give/take loans and advances and interest thereon is an ordinary course of business of the Company.

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

The Members may note that in terms of the provisions of the SEBI Listing Regulations, no Related Party shall vote to approve the Ordinary Resolution set forth at Item No. 6 of the Notice, whether the entity is a Related Party to the particular transaction or not.

Place: Indore
Date : 10th August, 2026

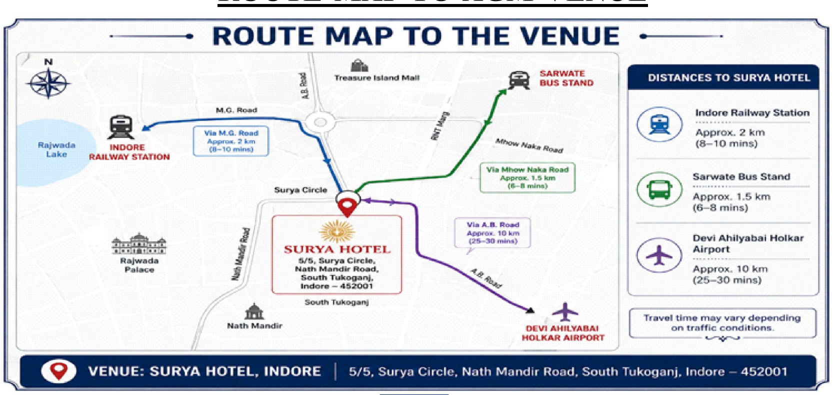
By Orders of the Board

sd/-
Neha Singh
Company Secretary & Compliance Officer
FCS: 9881

For Ad-Manum Finance Limited
CIN: L52520MP1986PLC003405

Registered Office:
Agarwal House,
5, Yeshwant Colony, Indore
(MP)-452003

ROUTE MAP TO AGM VENUE



AD- MANUM FINANCE LIMITED

Regd. Office: Agarwal House, 5 Yeshwant Colony, Indore-452003 (M.P.)
Corporate Identity Number: L52520MP1986PLC003405
Tel.: 0731-4714000. Fax: 0731-4043193.
Website: www.admanumfinance.com • email: cs@admanumfinance.com

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the member(s):	
Registered Address:	
E-Mail ID:	
Folio No./DPID/Client ID:	

I/ We .... being the member(s) of Ad- Manum Finance Limited, holding ________ shares hereby appoint:

1) Name: ……..................................E-mail id................................Signature..............................or failing him;

2) Name: ……..................................E-mail id................................Signature..............................or failing him;

3) Name: ………...............................E-mail id................................Signature..............................or failing him;

as my/our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the 40th Annual General Meeting of the Members of **Ad- Manum Finance Limited** to be held on **Wednesday the September 9, 2026 at 11:30 A.M. at Hotel Surya, Surya Circle, 5/5, Nath Mandir Rd, Sriram Nagar, South Tukoganj, Indore, Madhya Pradesh 452001** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Type of Resolution	Resolution
1	Ordinary	To receive, consider and adopt the Audited Financial Statement containing the Balance Sheet as at March 31, 2026, the Statement of Changes in Equity, Profit and Loss and Cash Flow and notes thereto for the financial year ended on March 31, 2026 and the Reports of the Board's and Auditor's thereon on that date.
2	Ordinary	To appoint Mr. Pramod Kishore Shrivastava (DIN: 01023565) as Chairman & Non-Executive Director of the Company.
3	Ordinary	To appoint Ms. Neha Singh (DIN: 11522197) as Director of the Company from 10th June, 2026 to 10th August, 2026.
4	Ordinary	To appoint Ms. Neha Singh (DIN: 11522197) as Whole-time Director of the Company from 10th June, 2026 to 10th August, 2026.
5	Special	To Amend the Main Objects and Ancillary Object Clause of the Memorandum of Association ("MOA") of the Company.
6	Ordinary	To approve the Transactions/Contracts/Arrangements with Related Parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.

Signed this…… day of……….2026

Signature of shareholder ………………………….

Signature of Proxy holder(s) ……………………..

Affix Revenue Stamp Rs1/-

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office, not less than 48 hours before the commencement of the Meeting. A Proxy need not be a member of the Company.
2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company. A member holding more than 10% of the total share capital of the company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

Folio No.	**DP ID#**	
No. of Shares held	**No. of Shares held**	

I/We hereby record my / our presence at the 40th Annual General Meeting of the Company being held on **Wednesday September 9, 2026 at 11:30 A.M. at Hotel Surya, Surya Circle, 5/5, Nath Mandir Road, Sriram Nagar, South Tukoganj, Indore, Madhya Pradesh 452001.**

Name of the Member (in block letters)	
Name of Proxy holder /Authorised Representative * (in block letters)	

Applicable for investors holding shares in dematerialised form. * Strike out whichever is not applicable.

Signature of the Member/Proxy/Authorised representative*

Note:

1. Please complete the Folio/ DP ID-Client ID No. and name, sign this attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall.
2. Electronic copy of the Annual Report for 2025-26 and Notice of the Annual General Meeting (AGM) alongwith Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/Depository participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for 2025-26 and the Notice of the Annual General Meeting alongwith Attendance Slip and Proxy form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.