5paisa

September 1, 2026

To, **The Manager,** **Listing Department,** **BSE Limited,** **Phiroze Jeejeebhoy Tower,** **Dalal Street,** **Mumbai – 400 001.** **BSE Scrip Code: 540776**	**To,** **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.** **NSE Symbol: 5PAISA**

Dear Sir / Madam,

Subject: Proceedings of 19th (Nineteenth) Annual General Meeting of the Company held on Tuesday, September 1, 2026

Pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“Listing Regulations”), the summary of the proceedings of the 19th (Nineteenth) Annual General Meeting (“AGM”) of the Company was held on Tuesday, September 1, 2026, at 11:30 AM (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), to transact the businesses as set forth in the Notice of the 19th AGM of the Company is enclosed herewith.

Kindly take the above on record and oblige.

Thanking You,

For **5paisa Capital Limited**

Mehul Harshad Somaiya

Digitally signed by Mehul Harshad Somaiya
Date: 2026.09.01 16:50:07 +05'30'

Mehul Somaiya
Company Secretary & Compliance Officer
ACS - 43026
Email: csteam@5paisa.com
Place: Thane

Encl: As above

Proceedings of the 19th (Nineteenth) Annual General Meeting of 5paisa Capital Limited

Day, Date and Time: Tuesday, September 1, 2026, at 11:30 A.M. (IST)

Venue: Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Members attending the Meeting: 71 (Seventy-One) Members attended the AGM through VC / OAVM.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 ("the Act") was present throughout the Meeting.

The following Directors / Key Managerial Personnels and Other Invitees were present through VC / OAVM:

Sr. No.	Name	Designation
1.	Dr. Archana Hingorani	Chairperson and Independent Director (attended from USA)
2.	Ms. Nirali Sanghi	Independent Director (attended from Mumbai)
3.	Mr. Milin Mehta	Independent Director (attended from Likasi, Democratic Republic of the Congo)
4.	Dr. Sarat Kumar Malik	Independent Director (attended from Mumbai)
5.	Mr. Gaurav Seth	Managing Director and Chief Executive Officer (CEO) (attended from office of the Company situated at Bangalore)
6.	Mr. Gourav Munjal	Whole Time Director and Chief Financial Officer (CFO) (attended from the registered office of the Company situated at Thane)
7.	Mr. Ameya Agnihotri	Whole Time Director and Chief Technology Officer (CTO) (attended from office of the Company situated at Bangalore)
8.	Mr. Mehul Somaiya	Company Secretary and Compliance Officer (attended from the registered office of the Company situated at Thane)
9.	Ms. Asha Patel	Partner of M/s. V. Sankar Aiyar & Co., Chartered Accountants, Statutory Auditors of the Company.
10.	Mr. Nilesh Shah	Partner of M/s. Nilesh Shah & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company.
11.	CS Swapneel Vinod Patel	Partner of M/s. Shah Patel and Associates, Practicing Company Secretaries, as the Scrutinizer to monitor remote e-voting and e-voting at this AGM.

Mr. Mehul Somaiya, Company Secretary and Compliance Officer, ("Company Secretary") welcomed all the Members present at the 19th (Nineteenth) AGM of the Company. He informed the Members that the AGM was held through VC in compliance with the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"), and that the registered office of the Company was deemed to be the venue of the AGM. He further informed the Members that the Notice and the Annual Report had been circulated to the Members in accordance with the applicable statutory and regulatory requirements.

The Company Secretary briefed the Members on key points related to the rules and procedures to be followed with regard to participation and voting by the Members in respect of the resolutions set out in the Notice of the 19th AGM ("Notice"). He further informed that the cut-off date to exercise their votes on the items of businesses given in the Notice through remote e-voting was Tuesday, August 25, 2026. He further informed that the remote e-voting period commenced on Thursday, August 27, 2026, at 09:00 A.M. (IST) and concluded on Monday, August 31, 2026, till 05:00 P.M. (IST).

The Company Secretary also informed the Members that the statutory registers under the Companies Act, 2013 and other documents and certificates as referred to in the Notice and Annual Report were made available in the electronic form for inspection.

Thereafter, the Company Secretary invited Dr. Archana Hingorani, Chairperson of the Board, to assume the Chair and conduct the proceedings of the Meeting. The Chairperson welcomed all Members and apprised them that the AGM was held through VC facility provided by Central Depository Services (India) Limited ("CDSL") and the Company had taken all the necessary steps for the Members to join and participate at the AGM seamlessly.

Since the requisite quorum was present, the Chairperson called the Meeting to order. She informed the Members that the facility for appointment of proxy was not available for the AGM conducted through VC. Thereafter, she apprised the Members that Mr. Zor Gorelov had joined the Board as an Independent Director during FY 2025-26 and provided a brief overview of his profile to the Members.

The Chairperson then apprised the Members that leave of absence was granted to Mr. Zor Gorelov, Independent Director, who had expressed his inability to attend the AGM due to prior commitments. Subsequently, she informed the Members that all other Directors of the Company, including the Chairpersons of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee along with the Statutory Auditors, Secretarial Auditors of the Company and the Scrutinizer appointed by the Board were also present at the AGM through VC. Thereafter, the Chairperson introduced the Board members present at the AGM and mentioned their place of attendance.

Thereafter, with the consent of the Members, the Notice along with the Annual Report for FY 2025-26, were taken as read. She further informed the Members that the reports of the Statutory Auditors and the Secretarial Auditors did not contain any qualifications, reservations or adverse remarks or disclaimers, accordingly, the same were also taken as read.

The Chairperson addressed the Members on the Company's performance and progress during the year, highlighting India's favourable economic outlook, growing retail participation in financial markets, and the Company's key business achievements. She reiterated the Company's focus on technology, customer experience, risk management and sustainable value creation, and expressed confidence in its long-term growth prospects. The Chairperson concluded by thanking the Company's customers, employees, partners, regulators and shareholders for their continued trust and support.

The Chairperson then invited Mr. Gaurav Seth, Managing Director and Chief Executive Officer (CEO) of the Company, to address the Members. Mr. Seth provided an overview of the Company's performance during FY 2025-26, highlighting key business achievements and developments during the year under review. He also apprised the Members of the Company's strategic priorities, growth initiatives and long-term business outlook.

Thereafter, the Chairperson informed the Members that since the AGM was being held through VC and the resolutions mentioned in the Notice were already put to vote through e-voting, there was no requirement to propose or second any of the resolutions mentioned in the said Notice.

She thereafter moved on to the agenda items as per the Notice, as provided below:

Sr. No.	Particulars	Type of Resolution
ORDINARY BUSINESSES:		
1.	To consider and adopt: (a) The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Statutory Auditors thereon; and (b) The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31, 2026, together with the Report of the Statutory Auditors thereon.	Ordinary Resolution
2.	Appointment of Mr. Gourav Munjal (DIN: 06360031), as a Director, liable to retire by rotation.	Ordinary Resolution
SPECIAL BUSINESSES:		
3.	Approval of material related party transactions with IIFL Finance Limited	Ordinary Resolution
4.	Approval of material related party transactions with IIFL Home Finance Limited	Ordinary Resolution
5.	Approval of material related party transactions with IIFL Capital Services Limited *(formerly known as IIFL Securities Limited)*	Ordinary Resolution
6.	Approval of material related party transactions with IIFL Facilities Services Limited	Ordinary Resolution
7.	Approval of material related party transactions with Livlong Insurance Brokers Limited	Ordinary Resolution
8.	Approval of material related party transactions with IIFL Management Services Limited	Ordinary Resolution
9.	Approval of material related party transactions with IIFL Samasta Finance Limited	Ordinary Resolution
10.	Approval of material related party transactions with India Infoline Foundation	Ordinary Resolution
11.	Approval of material related party transactions with Livlong Protection & Wellness Solution Private Limited	Ordinary Resolution
12.	Approval of material related party transactions with IIFL Commodities Limited	Ordinary Resolution
13.	Approval of material related party transactions with IIFL Fintech Private Limited	Ordinary Resolution
14.	Approval of material related party transactions with IIHFL Sales Limited	Ordinary Resolution
15.	Approval for issuance of Non-Convertible Securities, on a private placement basis	Special Resolution
16.	Approval of payment of commission to Non-Executive Directors of the Company	Special Resolution

The Company Secretary then invited the Members who had registered themselves as speakers to express their views or ask any question(s). Further, out of 10 Members who had registered themselves as Speaker Member, 9 Members participated in the Meeting and shared their views and observations and raised certain questions. The questions raised by these Members were suitably addressed by Mr. Gaurav Seth, Managing Director and Chief Executive Officer (CEO), and Mr. Gourav Munjal, Whole-time Director and Chief Financial Officer (CFO).

The Company Secretary thereafter requested the Members who had not cast their votes through remote e-voting, to cast their votes on the Ordinary and Special Businesses set out in the Notice through the e-voting system provided by CDSL during the AGM. He further informed that Members who had already voted electronically through remote e-voting were not entitled to vote again during the AGM. He also informed that the e-voting window would remain open for 15 (fifteen) minutes after the conclusion of the AGM and requested such members who had not voted through remote e-voting, to vote through e-voting system within the prescribed time.

The Chairperson informed the Members that the voting results would be determined based on the aggregation of votes cast through remote e-voting and e-voting during the AGM.

The Chairperson then authorized the Company Secretary to receive, acknowledge, and countersign the Scrutinizer's Report and declare the voting results. She further stated that the voting results would be declared not later than two working days from the conclusion of the AGM and that the results along with the consolidated Scrutinizer's Report would be hosted on the website of the Company i.e. www.5paisa.com. Further, the results would also simultaneously be communicated to the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited.

All the resolutions set forth in the Notice are deemed to be passed on September 1, 2026, subject to receipt of requisite majority.

The Chairperson thanked all the Members for attending and participating at the AGM and there being no other business, the Meeting was concluded.

The 19th AGM commenced at 11:30 A.M. (IST) and concluded at 12:46 P.M. (IST) (including the time allowed for e-voting at the AGM).

Thanking You,

For **5paisa Capital Limited**

Mehul Harshad Somaiya

Digitally signed by Mehul Harshad Somaiya
Date: 2026.09.01 16:51:10 +05'30'

Mehul Somaiya
Company Secretary & Compliance Officer
ACS - 43026

Email: csteam@5paisa.com
Place: Thane

Notes:

- *The Company will separately intimate the voting results (remote e-voting and voting at the AGM through electronic voting system) to the stock exchanges and also upload on the website of the Company and Central Depository Services (India) Limited, the authorized agency which provided e-voting facility.*
- *This document does not constitute minutes of the proceedings of the 19th AGM of the Company.*