

Ref. No.: CIFL/SE/2026-27/34

Monday, September 07, 2026

To

The Manager-Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

The Manager-Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E) Mumbai - 400 051

Equity Scrip Code: 530879

Debt Scrip Code: 976963

NSE Symbol: CIFL

Sub.: Proceedings & Outcome of the 32nd Annual General Meeting of Capital India Finance Limited

Ref.: Regulation 30, 44, 51 read with Schedule III and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We, Capital India Finance Limited ("**Company**"), wish to inform that in compliance with the applicable provisions of the Companies Act, 2013 ("**Act**") read with the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and the applicable circulars issued by the Ministry of Corporate Affairs ("**MCA**") and the Securities and Exchange Board of India ("**SEBI**"), for conducting the general meetings of the companies through Video Conferencing/Other Audio Visual Means ("**VC/OAVM**"), the 32nd Annual General Meeting ("**AGM or meeting**") of the members of the Company was held on **Monday, September 07, 2026, at 11:30 A.M. (IST)** and concluded at 12:03 P.M. (IST), including 15 (fifteen) minutes for e-voting at the AGM, through VC/OAVM. The deemed venue of the meeting was the Registered Office of the Company.

The members in the meeting have accorded their approval on the following resolutions:

S. No.	Particulars
1.	Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, comprising therein the Balance Sheet as at March 31, 2026, Statement of Profit & Loss for the year ended on that date, Cash Flow Statement and Statement of changes in Equity as at March 31, 2026, together with the explanatory notes annexed thereto, or forming part of any of the aforesaid documents and the reports of the Board of the Directors and the Auditors thereon.
2.	Re-appointed Mr. Keshav Porwal (DIN: 06706341) as a Director of the Company, who retired by rotation, and being eligible, offered himself for re-appointment.
3.	Approved the revision in remuneration of Mr. Keshav Porwal (DIN: 06706341), Managing Director of the Company, with effect from April 01, 2026.
4.	Approved the raising of funds by way of issuance of debt securities.
5.	Approved Material Related Party Transactions of the Company entered/to be entered into with Rapipay Fintech Private Limited, material subsidiary of the Company.

In regard to the aforesaid meeting, please find enclosed herewith:

Corporate office:
Level - 20, Birla Aurora,
Dr. Annie Besant Road,
Worli, Mumbai,
Maharashtra - 400030

Registered office:
701, 7th Floor, Aggarwal Corporate Tower,
Plot No 23, District Centre,
Rajendra Place, New Delhi- 110008.

P : +91 22 45036000
E : info@capitalindia.com
CIN No: L74899DL1994PLC128577
(Capital India Finance Limited)

P : +91 11 6914 6000
W : www.capitalindia.com

- a) A summary of the proceedings of 32nd AGM of the Company in compliance with the Listing Regulations read with the circulars issued by SEBI, as "Annexure - A";
- b) Voting Results of the remote e-voting and e-voting during the 32nd AGM, in compliance with the Regulation 44 and other regulations of the Listing Regulations read with the circulars issued by SEBI, as "Annexure - B"; and
- c) Consolidated Scrutinizer's Report dated September 07, 2026, issued by Mr. Maghisuddin, Proprietor of M & Co., Practising Company Secretaries, on remote e-voting and e-voting during the 32nd AGM, pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of the Listing Regulations, as "Annexure - C".

The aforesaid information can also be accessed from the website of the Company at www.capitalindia.com.

Kindly take the above information on record and oblige.

Thanking you,
For Capital India Finance Limited



Sulabh Kaushal
Chief Compliance Officer & Company Secretary
Membership No.: A34674

Encl.: As above

Summary Proceedings of the 32nd Annual General Meeting ("AGM or Meeting") of the Members of Capital India Finance Limited ("Company") pursuant to Regulation 30 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Day : Monday
Date : September 07, 2026
Time : Commenced at 11:30 A.M. (IST) and Concluded at 12:03 P.M. (IST)
Deemed Venue : 701, 7th Floor, Aggarwal Corporate Tower, Plot No. 23, District Centre, Rajendra Place, New Delhi - 110008
Mode : Video Conferencing/Other Audio-Visual Means ("VC/OAVM")

The following Directors and Invitees were present in the Meeting through VC/OAVM:

Directors

1.	Mr. Vinod Somani	Non-Executive Chairman (Independent)
2.	Mr. Yogendra Pal Singh	Independent Director
3.	Ms. Rashmi Fauzdar	Independent Woman Director
4.	General Dalbir Singh Suhag (Retd.)	Independent Director
5.	Ms. Jyuthika Mahendra Jivani	Independent Woman Director
6.	Mr. Keshav Porwal	Managing Director
7.	Mr. Surender Rana	Executive Vice Chairman

Invitees

1.	Mr. Pinank Jayant Shah	Chief Executive Officer
2.	Mr. S. Nagabushanam	Partner, V. Sankar Aiyar & Co., Chartered Accountants, Statutory Auditors of the Company
3.	Mr. Arun Kumar Gupta	Proprietor, Arun Gupta & Associates, Company Secretaries, Secretarial Auditors of the Company
4.	Mr. Maghisuddin	Scrutinizer for 32 nd AGM

In Attendance

1.	Mr. Sulabh Kaushal	Chief Compliance Officer & Company Secretary
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Members

The number of members as on September 01, 2026 (cut-off date) were 8337 and the members present at the meeting were as follows:

Category	Promoter/Promoter Group	Public	Total
In Person or through Proxy	N.A.		
Through Video Conferencing	1	102	103

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Mr. Vinod Somani, Non-Executive Chairman (Independent), and also the Chairman of Audit Committee and the Stakeholders Relationship Committee, chaired the meeting.

Mr. Sulabh Kaushal, Chief Compliance Officer and Company Secretary of the Company, extended a warm welcome to the Directors, Members, and other Invitees participating in the meeting via Video Conferencing/Other Audio-Visual Means (VC/OAVM). He provided a brief overview of the procedural guidelines for the meeting highlighting the availability of statutory disclosures and registers for inspection in compliance with applicable laws.

Mr. Sulabh further informed that the meeting was being convened in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Thereafter, Mr. Sulabh requested the Chairman to commence the proceedings of the meeting.

Upon confirmation by Mr. Sulabh Kaushal, regarding the presence of requisite quorum, the Chairman called the meeting to order and commenced the proceedings. He warmly welcomed the Members, Directors, CEO and other invitees present. The Chairman then invited the Directors and CEO to introduce themselves to the Members attending the meeting.

Thereafter, the Directors & the CEO introduced themselves to the Members. Mr. Yogendra Pal Singh, Chairman of the Nomination and Remuneration Committee, was also present at the Annual General Meeting.

Additionally, the representative of the Statutory Auditors and Secretarial Auditors of the Company was present at the AGM.

The Chairman addressed the members and presented an overview of the Company's performance for the financial year 2025-26, covering its financial and operational highlights, key business achievements, strategic developments, and the outlook for sustainable future growth.

With the Chairman's permission, the Chief Compliance Officer & Company Secretary continued the proceedings of the AGM.

It was announced that the Notice of 32nd AGM and the Annual Report for the financial year ended March 31, 2026, which included the Audited Financial Statements (on both standalone and consolidated basis) along with the reports from the Board and Auditors, were made available on the Company's website. Additionally, these documents were sent electronically to the members whose e-mail addresses were registered and a letter providing the web-link and exact path to access the Notice & Annual Report was dispatched to the members whose e-mail addresses were not registered. Given this, the Notice and Annual Report were taken as read.

The Members were informed that the reports from both the Statutory Auditors and the Secretarial Auditors of the Company contained no qualifications, reservations, adverse remark or disclaimers that would adversely affect the Company's functioning and therefore, the reports were taken as read at the AGM.

In terms of the Notice of 32nd AGM of the Company, the following items of business were transacted during the Meeting:



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S. No.	Type of Resolution	Particulars
Ordinary Business		
1.	Ordinary	To consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026, comprising therein the Balance Sheet as at March 31, 2026, Statement of Profit & Loss for the year ended on that date, Cash Flow Statement and Statement of changes in Equity as at March 31, 2026, together with the explanatory notes annexed thereto, or forming part of any of the aforesaid documents (" Financial Statements ") and the reports of the Board of the Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, comprising therein the Balance Sheet as at March 31, 2026, Statement of Profit & Loss for the year ended on that date, Cash Flow Statement and Statement of changes in Equity as at March 31, 2026, together with the explanatory notes annexed thereto, or forming part of any of the aforesaid documents (" Financial Statements ") and the report of the Auditors thereon.
2.	Ordinary	To consider and re-appoint Mr. Keshav Porwal (DIN: 06706341) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.
Special Business		
3.	Special	To consider and approve the revision in remuneration of Mr. Keshav Porwal (DIN: 06706341), Managing Director of the Company, with effect from April 01, 2026.
4.	Special	To consider and approve raising of funds by way of issuance of debt securities.
5.	Ordinary	To approve Material Related Party Transactions of the Company entered/to be entered into with Rapipay Fintech Private Limited, material subsidiary of the Company.

The Members were informed that Mr. Maghisuddin, Proprietor of M & Co., Practising Company Secretaries, was appointed as scrutinizer for the purpose of scrutinizing the e-voting at the meeting and remote e-voting process and the results of e-voting and remote e-voting shall be declared & submitted to BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**") after the conclusion of the AGM alongwith the Scrutinizer's Report and shall also be hosted on the website of the Company at www.capitalindia.com, RTA website at www.kfintech.com and at the website of BSE Limited at www.bseindia.com, & National Stock Exchange of India Limited at www.nseindia.com.

On behalf of the Board of Directors and Management of the Company, the Chief Compliance Officer & Company Secretary thanked the members for their participation in the Meeting.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote if not voted through remote e-voting earlier.

With the permission of the Chairman, the Chief Compliance Officer & Company Secretary announced formal closure of the AGM and extended a vote of thanks to the Chairman for presiding over the meeting.

The meeting concluded at 12:03 P.M. (IST), including the time for e-voting at the AGM.



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Annexure - B

Declaration of the Voting Results of remote e-voting and e-voting during the 32nd Annual General Meeting of the Members of Capital India Finance Limited held on Monday, September 07, 2026 at 11:30 A.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

S. No.	Description	Particulars
1	Date of AGM	Monday, September 07, 2026
2	Total Number of shareholders on record date	As on the cut-off date, i.e., September 01, 2026 – 8337
3	No. of shareholders present in the meeting either in person or through proxy a) Promoters and Promoter group b) Public	Not applicable as the meeting was convened through VC/OAVM
4	No. of shareholders attended the meeting through video conferencing a) Promoters and Promoter group b) Public	Total 103 (One Hundred and Three) members were present 1 102
5	No. of resolution passed in the meeting	5 (Five) Resolution wise details of voting results enclosed



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RESOLUTION WISE VOTING RESULT FOR THE 32ND ANNUAL GENERAL MEETING – CAPITAL INDIA FINANCE LIMITED

Resolution No. 1: To consider and adopt:

- the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026, comprising therein the Balance Sheet as at March 31, 2026, Statement of Profit & Loss for the year ended on that date, Cash Flow Statement and Statement of changes in Equity as at March 31, 2026, together with the explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the reports of the Board of the Directors and the Auditors thereon; and
- the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, comprising therein the Balance Sheet as at March 31, 2026, Statement of Profit & Loss for the year ended on that date, Cash Flow Statement and Statement of changes in Equity as at March 31, 2026, together with the explanatory notes annexed thereto, or forming part of any of the aforesaid documents ("Financial Statements") and the report of the Auditors thereon.

Resolution required	Ordinary Resolution									
Whether promoter/Promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00		
Public- Institutions	E-Voting	2,08,011	58,095	27.93	58,095	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00		
Public – Non-Institutions	E-Voting	10,69,69,689	4,29,49,485	40.15	4,29,49,475	10	100.00	0.00		
	Poll		41	0.00	41	0	100.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,516	10	100.00	0.00		
	Total	39,10,56,300	32,68,86,221	83.59	32,68,86,211	10	100.00	0.00		



RESOLUTION WISE VOTING RESULT FOR THE 32ND ANNUAL GENERAL MEETING – CAPITAL INDIA FINANCE LIMITED

Resolution No. 2: To consider and re-appoint Mr. Keshav Porwal (DIN: 06706341) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.

Resolution required	Ordinary Resolution									
Whether promoter/Promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00		
Public- Institutions	E-Voting	2,08,011	58,095	27.93	58,095	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00		
Public – Non-Institutions	E-Voting	10,69,69,689	4,29,49,485	40.15	4,29,49,475	10	100.00	0.00		
	Poll		41	0.00	41	0	100.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,516	10	100.00	0.00		
	Total	39,10,56,300	32,68,86,221	83.59	32,68,86,211	10	100.00	0.00		



RESOLUTION WISE VOTING RESULT FOR THE 32ND ANNUAL GENERAL MEETING – CAPITAL INDIA FINANCE LIMITED

Resolution No. 3: To consider and approve the revision in remuneration of Mr. Keshav Porwal (DIN: 06706341), Managing Director of the Company, with effect from April 01, 2026.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
	Poll	28,38,78,600	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
Public- Institutions	E-Voting		58,095	27.93	58,095	0	100.00	0.00
	Poll	2,08,011	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00
Public- Non Institutions	E-Voting		4,29,49,485	40.15	4,29,49,474	11	100.00	0.00
	Poll	10,69,69,689	41	0.00	41	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,515	11	100.00	0.00
	Total	39,10,56,300	32,68,86,221	83.59	32,68,86,210	11	100.00	0.00



RESOLUTION WISE VOTING RESULT FOR THE 32ND ANNUAL GENERAL MEETING – CAPITAL INDIA FINANCE LIMITED

Resolution No. 4: To consider and approve raising of funds by way of issuance of debt securities.

Resolution required	Special Resolution									
Whether promoter/Promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		28,38,78,600	100.00	28,38,78,600	0	100.00	0.00		
	Poll	28,38,78,600	0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00		
Public- Institutions	E-Voting		58,095	27.93	58,095	0	100.00	0.00		
	Poll	2,08,011	0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00		
Public – Non-Institutions	E-Voting		4,29,49,485	40.15	4,29,49,475	10	100.00	0.00		
	Poll	10,69,69,689	41	0.00	41	0	100.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,516	10	100.00	0.00		
	Total	39,10,56,300	32,68,86,221	83.59	32,68,86,211	10	100.00	0.00		



RESOLUTION WISE VOTING RESULT FOR THE 32ND ANNUAL GENERAL MEETING – CAPITAL INDIA FINANCE LIMITED

Resolution No. 5: To approve Material Related Party Transactions of the Company entered/to be entered into with Rapipay Fintech Private Limited, material subsidiary of the Company.

Resolution required	Ordinary Resolution									
Whether promoter/Promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0.00	0.00		
	Poll	28,38,78,600	0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	28,38,78,600	0	0.00	0	0	0.00	0.00		
Public- Institutions	E-Voting		58,095	27.93	58,095	0	100.00	0.00		
	Poll	2,08,011	0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00		
Public – Non-Institutions	E-Voting		4,16,99,485	38.98	4,16,99,475	10	100.00	0.00		
	Poll	10,69,69,689	41	0.00	41	0	100.00	0.00		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	10,69,69,689	4,16,99,526	38.98	4,16,99,516	10	100.00	0.00		
	Total	39,10,56,300	4,17,57,621	10.68	4,17,57,611	10	100.00	0.00		

Note: The Promoters and KMPs of the Company were classified as related parties under the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013. Accordingly, the votes cast by them were not considered/counted for the purpose of this resolution.



Consolidated Scrutinizer's Report

Pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended and circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI")

To,
The Chairman
Capital India Finance Limited
(CIN: L74899DL1994PLC128577)
701, 7th Floor, Aggarwal Corporate Tower,
Plot No. 23, District Centre, Rajendra Place,
New Delhi- 110008

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted during the 32nd Annual General Meeting ("AGM") of Capital India Finance Limited held on Monday, September 07, 2026, at 11:30 A.M. (IST) through Video Conferencing / Other Audio-Visual Means ("VC/OAVM")

1. Appointment of Scrutinizer

I, Maghisuddin, Proprietor of M & Co., Practising Company Secretaries was appointed as the Scrutinizer by the Board of Directors of "**Capital India Finance Limited**" (hereinafter referred to as the "**Company**") for the remote e-voting as well as the e-voting by Members during the 32nd Annual General Meeting ("AGM") of the Company held on Monday, September 07, 2026, at 11:30 A.M. through Video Conferencing / Other Audio-Visual Means ("**VC/OAVM**"). My Responsibility as the Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to the General Circular No. 14/2020, 17/2020 and 20/2020 dated April 08, 2020, April 13, 2020 and May 05, 2020, respectively, read with General Circular No. 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 or other applicable circulars ("**MCA Circulars**") and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD 2/P/CIR/2024/133 dated October 03, 2024 read with Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 or other applicable circulars ("**SEBI Circulars**") (hereinafter collectively referred to as "**the Circulars**"), an advertisement was published in Jansatta (Hindi Newspaper) and Financial Express (English newspaper) on August 15, 2026 *inter alia* specifying the date and time of the AGM, availability of the AGM notice on website of the Company, BSE Limited ("**BSE**"), National Stock Exchange of India Limited ("**NSE**") and KFin Technologies Limited, Registrar and Share Transfer Agent of the Company and the manner of voting through remote e-voting or through e-voting during the AGM and declaration of results.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and has also submitted the same to BSE and NSE on August 14, 2026.

2.3 In terms of the MCA Circulars and SEBI Circulars, the Company has dispatched the AGM Notice and Annual Report on August 14, 2026 by e-mail to the Members who had registered their email IDs with the Company / Depositories based on the Register of Members and list of Beneficial Owners furnished by the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and a letter providing the web-link and exact path to access the Notice & Annual Report has been dispatched to those members who have not registered their e-mail address with the Company/RTA/ Depositories.

3. Cut-off date

The Voting rights were reckoned as on Monday, September 01, 2026, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1 Agency

The Company had appointed KFin Technologies Limited ("KFintech" or "RTA"), as the agency for providing the platform for remote e-voting and e-voting during the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from 09:00 A.M. (IST) on September 04, 2026 till 05:00 P.M. (IST) on September 06, 2026, and Members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by KFintech.

5. Voting at the AGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the facility for voting through e-voting at the AGM was made available only to the members who have not cast their vote by Remote e-voting.

6. Counting Process

6.1 On completion of e-voting during the AGM, we have unblocked the results of the remote e-voting and e-voting by members during the AGM and downloaded the results for scrutiny.

6.2 On September 07, 2026 after tabulating the votes cast electronically by the system provided by KFintech, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Aman Nagpal and Mr. Sagar Tomar who acted as the witnesses, as prescribed in sub-rule 4(xii) of the said rule 20 of the Companies (Management and Administration) Rules, 2014. After the voting by electronic means, the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

7. Results

7.1 Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated August 14, 2026, are enclosed herewith.

7.2 Based on the aforesaid results, we report that **3 Ordinary Resolutions and 2 Special Resolutions** as set out in item Nos. 1 to 5 of the Notice of the 32nd AGM dated August 14, 2026, have been passed with the requisite majority.

ITEM NO. 1: ORDINARY RESOLUTION**TO CONSIDER AND ADOPT:**

- A. THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026, COMPRISING THEREIN THE BALANCE SHEET AS AT MARCH 31, 2026, STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE, CASH FLOW STATEMENT AND STATEMENT OF CHANGES IN EQUITY AS AT MARCH 31, 2026, TOGETHER WITH THE EXPLANATORY NOTES ANNEXED THERETO, OR FORMING PART OF ANY OF THE AFORESAID DOCUMENTS ("FINANCIAL STATEMENTS") AND THE REPORTS OF THE BOARD OF THE DIRECTORS AND THE AUDITORS THEREON.
- B. THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026, COMPRISING THEREIN THE BALANCE SHEET AS AT MARCH 31, 2026, STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE, CASH FLOW STATEMENT AND STATEMENT OF CHANGES IN EQUITY AS AT MARCH 31, 2026, TOGETHER WITH THE EXPLANATORY NOTES ANNEXED THERETO, OR FORMING PART OF ANY OF THE AFORESAID DOCUMENTS ("FINANCIAL STATEMENTS") AND THE REPORT OF THE AUDITORS THEREON.

Resolution required				Ordinary Resolution				
Whether promoter/Promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
Public-Institutions	E-Voting	2,08,011	58,095	27.93	58,095	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00
Public – Non-Institutions	E-Voting	10,69,69,689	4,29,49,485	40.15	4,29,49,475	10	100.00	0.00
	Poll		41	0.00	41	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,516	10	100.00	0.00
Total		39,10,56,300	32,68,86,221	83.59	32,68,86,211	10	100.00	0.00

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 1** of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 2: ORDINARY RESOLUTION

TO CONSIDER AND RE-APPOINT MR. KESHAV PORWAL (DIN: 06706341) AS A DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AS A DIRECTOR OF THE COMPANY.

Resolution required				Ordinary Resolution				
Whether promoter/Promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
Public-Institutions	E-Voting	2,08,011	58,095	27.93	58,095	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00
Public – Non-Institutions	E-Voting	10,69,69,689	4,29,49,485	40.15	4,29,49,475	10	100.00	0.00
	Poll		41	0.00	41	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,516	10	100.00	0.00
	Total	39,10,56,300	32,68,86,221	83.59	32,68,86,211	10	100.00	0.00

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 2** of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 3: SPECIAL RESOLUTION

TO CONSIDER AND APPROVE THE REVISION IN REMUNERATION OF MR. KESHAV PORWAL (DIN: 06706341), MANAGING DIRECTOR OF THE COMPANY, WITH EFFECT FROM APRIL 01, 2026.

Resolution required				Special Resolution				
Whether promoter/Promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
Public-Institutions	E-Voting	2,08,011	58,095	27.93	58,095	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00
Public- Non Institutions	E-Voting	10,69,69,689	4,29,49,485	40.15	4,29,49,474	11	100.00	0.00
	Poll		41	0.00	41	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,515	11	100.00	0.00
	Total	39,10,56,300	32,68,86,221	83.59	32,68,86,210	11	100.00	0.00

Based on the aforesaid results, we report that the **Special Resolution** as contained in **Item No. 3** of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 4: SPECIAL RESOLUTION

TO CONSIDER AND APPROVE RAISING OF FUNDS BY WAY OF ISSUANCE OF DEBT SECURITIES.

Resolution required				Special Resolution				
Whether promoter/Promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	28,38,78,600	28,38,78,600	100.00	28,38,78,600	0	100.00	0.00
Public-Institutions	E-Voting	2,08,011	58,095	27.93	58,095	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00
Public – Non-Institutions	E-Voting	10,69,69,689	4,29,49,485	40.15	4,29,49,475	10	100.00	0.00
	Poll		41	0.00	41	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,69,69,689	4,29,49,526	40.15	4,29,49,516	10	100.00	0.00
	Total	39,10,56,300	32,68,86,221	83.59	32,68,86,211	10	100.00	0.00

Based on the aforesaid results, we report that the **Special Resolution** as contained in **Item No. 4** of the Notice of the AGM has been passed with requisite majority.

ITEM NO. 5: ORDINARY RESOLUTION

TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY ENTERED/TO BE ENTERED INTO WITH RAPIPAY FINTECH PRIVATE LIMITED, MATERIAL SUBSIDIARY OF THE COMPANY.

Resolution required				Ordinary Resolution				
Whether promoter/Promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,38,78,600	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	28,38,78,600	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	2,08,011	58,095	27.93	58,095	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	2,08,011	58,095	27.93	58,095	0	100.00	0.00
Public – Non-Institutions	E-Voting	10,69,69,689	4,16,99,485	38.98	4,16,99,475	10	100.00	0.00
	Poll		41	0.00	41	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10,69,69,689	4,16,99,526	38.98	4,16,99,516	10	100.00	0.00
Total		39,10,56,300	4,17,57,621	10.68	4,17,57,611	10	100.00	0.00

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 5** of the Notice of the AGM has been passed with requisite majority.

8. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman consider, approve and sign the minutes and thereafter the same would be handed over to the Chief Compliance Officer & Company Secretary of the Company for the safe keeping.
9. The results of the Voting shall be declared by the Non-Executive Chairman or any other person authorized by him.

Thanking you
Yours faithfully

For M & Co.
Company Secretaries
Firm Regn No.: S2025DE1011000



Counter signed by

Sulabh Kaushal
Chief Compliance Officer and Company Secretary
Membership No.: A34674
Capital India Finance Limited



Maghisuddin
(Scrutinizer)
Membership No. 51216
C.P. No. 27850
PR: 6507/202
UDIN: A051216H001397869

Place: New Delhi
Date: 07/09/2026

Witnesses:

1) _____
Name: Aman Nagpals
Address: Karampura, New Delhi-110015

2) _____
Name: Sagar Tomar
Address: Karampura, New Delhi 110015