



NOTICE OF 32nd

ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting (the “AGM”) of the Members of Kreon Financial Services Limited (the “Company”) will be held on Wednesday, August 26, 2026, at 11:00 AM through Video Conferencing (VC) for which purpose the Registered Office of the Company situated at No. 26, 22nd Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu, India, 600041 shall be considered as deemed venue for the 32nd AGM, to transact the following business(es):

ORDINARY BUSINESS

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, including the Audited Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the year ended March 31, 2026, together with the schedules and notes annexed and the reports of the Board of Directors and Independent Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

2. DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Mrs. Henna Jain (DIN:08383395), who retires by rotation and being eligible, offers herself for re-appointment and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“**RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Mrs. Henna Jain (DIN: 08383395), who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as the Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS

3. REMUNERATION OF CHAIRMAN AND MANAGING DIRECTOR

To consider the revision to the remuneration of Mr. Jaijash Tatia, Chairman and Managing Director and if thought fit, to pass the following resolution, with or without modification(s), as a **SPECIAL RESOLUTION**.

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the “Rules”) and Regulation 17(6)(e) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for revision in the remuneration payable to Mr. Jaijash Tatia, DIN:08085029, Chairman and Managing Director, from the existing remuneration of ₹60,00,000 (Rupees Sixty Lakhs only) per annum to ₹75,00,000 (Rupees Seventy-Five Lakhs only) per annum, with effect from April 01, 2026, for the remaining period of his tenure, on such terms and conditions as set out in the explanatory statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT not with standing anything contained in Sections 197 and 198 of the Act, in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Jaijash Tatia as Chairman and Managing Director, the remuneration as approved herein shall be paid as minimum remuneration, subject to the limits and conditions specified under Section II of Part II of Schedule V of the Act and other applicable provisions of the Act, or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company (here in after referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee or any other Committee constituted or authorized by the Board) be and is hereby authorized to alter and vary the terms and conditions of remuneration of Mr. Jaijash Tatia, from time to time, provided that the remuneration payable shall not exceed the limits approved by the Members and/or the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations.

RESOLVED FURTHER THAT except for the revision in remuneration as stated herein, all other terms and conditions relating to the appointment of Mr. Jaijash Tatia as Chairman and Managing Director, as previously approved by the Members, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT any Director, Company Secretary or any other Officer authorized by the Board be and is hereby severally authorized to do all such acts, deeds, matters and things and to execute and file all such forms, returns, documents and writings, including necessary filings with the Registrar of Companies and/or other statutory or regulatory authorities, as may be necessary, proper or expedient to give effect to this Resolution.”

4. REMUNERATION OF JOINT MANAGING DIRECTOR

To consider the revision to the remuneration of Mrs. Henna Jain, Joint Managing Director, and if thought fit, to pass the following resolution, with or without



modification(s), as a **SPECIAL RESOLUTION**.

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and all other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (the “Rules”) and Regulation 17(6)(e) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendation of the Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for revision in the remuneration payable to Mrs. Henna Jain, DIN:08383395, Joint Managing Director, from the existing remuneration of ₹60,00,000 (Rupees Sixty Lakhs only) per annum to ₹75,00,000 (Rupees Seventy-Five Lakhs only) per annum, with effect from April 01, 2026, for the remaining period of her tenure, on such terms and conditions as set out in the explanatory statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT notwithstanding anything contained in Sections 197 and 198 of the Act, in the event of absence or inadequacy of profits in any financial year during the tenure of Mrs. Henna Jain as Joint Managing Director, the remuneration as approved herein shall be paid as minimum remuneration, subject to the limits and conditions specified under Section II of Part II of Schedule V of the Act and other applicable provisions of the Act, or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee or any other Committee constituted or authorized by the Board) be and is hereby authorized to alter and vary

the terms and conditions of remuneration of Mrs. Henna Jain, from time to time, provided that the remuneration payable shall not exceed the limits approved by the Members and/or the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations.

RESOLVED FURTHER THAT except for the revision in remuneration as stated herein, all other terms and conditions relating to the appointment of Mrs. Henna Jain as Joint Managing Director, as previously approved by the Members, shall remain unchanged and continue to be in full force and effect.

RESOLVED FURTHER THAT any Director, Company Secretary or any other Officer authorized by the Board be and is hereby severally authorized to do all such acts, deeds, matters and things and to execute and file all such forms, returns, documents and writings, including necessary filings with the Registrar of Companies and/or other statutory or regulatory authorities, as may be necessary, proper or expedient to give effect to this Resolution.”

5. MATERIAL RPTs WITH TGV L

a) BORROWINGS

To consider the borrowing of funds from TGV L and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules made thereunder, the Company’s Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include the Audit Committee or any

Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Tatia Global Vennture Limited (“TGV L”), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm’s length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company.”

b) LENDINGS

To consider the lending of funds to TGV L and if

thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

“RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules made thereunder, the Company’s Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Tatia Global Vennture Limited (“TGV L”), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm’s length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount,



tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

6. MATERIAL RPTs WITH AOL

a) BORROWINGS

To consider the borrowing of funds from AOL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

"RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Ashram Online.com Limited ("AOL"), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial

assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

b) LENDINGS

To consider the lending of funds to AOL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

"RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the

Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Ashram Online.com Limited ("AOL"), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary

desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

7. MATERIAL RPTs WITH OPPL

a) BORROWINGS

To consider the borrowing of funds from OPPL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

"RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Opti Products Private Limited ("OPPL"), a related party of the Company, for availing borrowings, including loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹50,00,00,000 (Rupees Fifty Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations,



the applicable directions of the Reserve Bank of India and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

B) LENDINGS

To consider the lending of funds to OPPL and if thought fit, to pass the following resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

"RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any

Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Opti Products Private Limited ("OPPL"), a related party of the Company, for granting loans, inter-corporate deposits and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

8. MATERIAL RPTs WITH MR. JAIJASH TATIA

To consider the borrowing of funds from Mr. Jaijash Tatia and if thought fit, to pass the following

resolution, with or without modification(s), as an **ORDINARY RESOLUTION**.

"RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules made thereunder, the Company's Policy on Related Party Transactions and other applicable laws, rules, regulations and statutory guidelines/provisions, if any, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the approval of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any Committee thereof and any person(s) authorized by the Board) to enter into and/or continue to enter into one or more transaction(s), contract(s), arrangement(s) and/or agreement(s), whether by way of a single transaction or a series of transactions, with Mr. Jaijash Tatia, Chairman and Managing Director and a related party of the Company, for availing borrowings, including loans and/or other financial assistance, on such terms and conditions as may be mutually agreed between the parties, for an aggregate amount not exceeding ₹10,00,00,000 (Rupees Ten Crores only) during the period of three (3) years commencing from the date of the Thirty-Second Annual General Meeting of the Company, i.e., August 26, 2026, and ending on August 25, 2029, provided that such transaction(s) shall be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the applicable directions of the Reserve Bank of India and other applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, execute, amend, renew, modify or terminate the agreements, contracts, deeds and other documents and to determine, vary or revise the terms and conditions of the aforesaid transaction(s), including the amount, tenure, interest rate, security, repayment schedule and all other commercial terms, as may be

considered necessary or expedient, without requiring any further approval of the Members, provided that the aggregate value of such transactions remain within the limit approved under this Resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, desirable or expedient for giving effect to this Resolution and to delegate all or any of its powers herein conferred to any Director, Key Managerial Personnel or any other Authorized Officer(s) of the Company."

By and on behalf of the Board of Directors
For **KREON FINANCIAL SERVICES LIMITED**
Sd/-

NIHARIKA GOYAL
Company Secretary and
Chief Compliance Officer
ACS: 61428

Place: Chennai
Date: 28.07.2026

NOTES:

1. In compliance with the Ministry of Corporate Affairs (the 'MCA') circulars dated April 08, 2020, April 13, 2020, May 05, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), physical attendance of the Members to the AGM venue is not required and AGM can be held through Video Conferencing (VC). Hence, Members can attend and participate in the 32nd AGM through VC and Members joining through VC shall be reckoned for the purpose of quorum under Section 103 of the Act. Further, all resolutions in the meeting shall be passed through the facility of e-Voting.
2. Pursuant to the MCA Circular No.14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the Members is not available for 32nd AGM. Hence, the proxy form is not annexed in the Notice. However, pursuant to the provisions of Sections 112 and 113 of the Act, the Corporate Members are entitled to appoint authorized representatives to attend the AGM through VC and participate and cast their votes through e-Voting. In this regard, the Body



Corporates are required to send a certified true copy of the Board Resolution/ Authorization Letter/ Power of Attorney (POA) authorizing their representative(s) to attend the meeting and vote on their behalf through e-Voting. The said resolution/letter/POA shall be sent by the Body Corporate through its registered e-mail address to the Chief Compliance Officer at cs@kreon.in with a copy marked to <https://evoting.purvashare.com/>.

3. In compliance with MCA Circular No. 20/2020 dated May 05, 2020 and SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025, the financial statements including Board's Report, Auditor's Report or other documents required to be attached therewith (together referred to as Annual Report FY 2025-26) and Notice of 32nd AGM are being sent in electronic mode to Members whose email ID is registered with the Company or the Depository Participant(s) (the 'DP') as on Friday, July 31, 2026, and to all other persons so entitled.

4. A letter providing web-link of annual report has been sent to the physical shareholders and shareholders without email addresses.

5. The proceedings of 32nd AGM shall be deemed to be held at the Registered Office of the Company situated at No. 26, 22nd Street, Rathinam Nagar, Thiruvannamiyur, Chennai, Tamil Nadu, 600041, India.

6. The Members can join the 32nd AGM, through VC mode, 15 minutes before and after the scheduled time of commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for 1000 Members on first come first served basis. However, this number does not include the large shareholders i.e., Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction

on account of first come first served basis.

7. The relevant explanatory statement pursuant to Section 102 of the Act in respect of the special businesses set out in the Notice is annexed hereto.

8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

9. All documents referred to in the Notice shall be made available electronically for inspection by writing at cs@kreon.in till the date of 32nd AGM.

10. During the AGM, 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 Directors are interested maintained under Section 189 of the Act shall be made available electronically for inspection by writing an email at cs@kreon.in.

11. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, August 20, 2026, to Wednesday, August 26, 2026, (both days inclusive) for the purpose of the 32nd AGM.

12. The Board of Directors, at its meeting held on July 28, 2026, have appointed M/s. Lakshmmi Subramanian and Associates, Practicing Company Secretaries, Chennai as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

13. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, relevant SEBI/MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 32nd AGM. For this purpose, the Company has entered into an agreement with Purva Shareregistry (India) Private Limited (the 'Purva'), for facilitating e-Voting, as the authorized

agency. The facility of casting votes by Members using remote e-Voting or e-Voting on the date of the 32nd AGM will be provided by Purva.

14. In line with MCA Circulars, the Notice calling the 32nd AGM has been uploaded on the website of the Company at www.kreon.in. The Notice can also be accessed from the website of the Bombay Stock Exchange Limited at www.bseindia.com and also disseminated on the website of Purva at <https://evoting.purvashare.com/>.

15. The 32nd AGM shall be convened through VC in compliance with applicable provisions of the Act read with MCA Circulars and therefore, the route map and attendance slip are not annexed to the Notice.

16. The recorded transcript of this meeting, shall be uploaded on the website of the Company at www.kreon.in.

17. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail this facility may send their nomination in the prescribed form duly filled in to RTA. Members interested in obtaining a copy of the Nomination Form may write to the Chief Compliance Officer at cs@kreon.in.

18. All grievances connected with the facility for e-Voting or attending the 32nd AGM may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or write an email to evoting@purvashare.com or contact at 022-49614132, 022-49700138 or 022-35220056.

INSTRUCTIONS AND OTHER INFORMATION RELATING TO E-VOTING

1. The e-voting period commences from Sunday, August 23, 2026, at 9:00 AM IST and ends on Tuesday, August 25, 2026, at 5:00 PM IST. During this period, the Members holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically. The remote e-Voting module shall be disabled thereafter by Purva.

2. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member / Beneficial Owner List maintained by the Depositories as on Wednesday, August 19, 2026 (the "cut-off date").

3. Shareholders whose name appears in the Register of Members / Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-Voting or e-Voting during the 32nd AGM. A person who is not a Member as on the cut-off date should treat this Notice only for information purpose

4. Any person who becomes a Member after dispatch of Notice and holds shares as on the cut-off date, may obtain the user ID and password by sending a request at evoting@purvashare.com.

5. The Scrutinizer shall, immediately after the conclusion of voting at the 32nd AGM, unblock the votes cast during the AGM and votes cast through remote e-Voting and make a consolidated Scrutinizer's Report of the total votes cast in favour or against and provide it, not later than two working days from the conclusion of the 32nd AGM, to the Chairman or a person authorized by him in writing, who shall countersign the same.

6. The results, along with the Scrutinizer's Report, shall be declared within two working days and shall be placed on the Company's website at www.kreon.in and communicated to the Bombay Stock Exchange Limited where the shares of the Company are listed.



INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM AND JOINING THE MEETING THROUGH VC

1. Members who already voted through remote e-Voting prior to the meeting date would not be entitled to vote again during the 32nd AGM.
2. In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email ID in their demat accounts to access e-Voting facility.

3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, and Regulation 44 of the SEBI Listing Regulations, listed entities are required to provide remote e-Voting facility to its Shareholders, in respect of all resolutions. For this purpose, the Company has entered into an agreement with Purva Share Registry (India) Private Limited (the "Purva") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by Purva.

LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE (CDSL/NSDL) AND PHYSICAL MODE

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 Provider

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	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 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. 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 held 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. Shareholders can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on 5. 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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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.com or contact at 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING IN DEMAT FORM & PHYSICAL SHAREHOLDERS

- The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- Click on "Shareholder/Member" module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.

LOGIN METHOD FOR FIRST TIME USERS

	For Shareholders holding shares in Demat Form other than individual and Physical Form
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 as mentioned in instruction (v).

GENERAL INSTRUCTIONS

- As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred/transmitted and transposed only in dematerialized form. In view of this and to eliminate all risks associated with the physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form by contacting their Depository Participants ('DP').
- Members are requested to register/update their email ID and addresses in respect of shares held in dematerialized form with their respective DP and in respect of shares held in physical form with the Company's RTA. Members holding

shares in physical form, are requested to dematerialize their shares to avail the benefits of electronic trading/holding and to facilitate share transfer.

- Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel, Mumbai, Maharashtra – 400 011 is the Company's Registrar and Share Transfer Agent ('RTA') for physical transfer of shares and all correspondence may be addressed directly to them. In respect of shares held in dematerialized form, the Members may send requests or correspond through their respective DPs.

- Members who have multiple folios in identical names in the same order are requested to send all the Share Certificates either to the Company addressed to the Registered Office or to the Company's RTA for consolidation of such folios into one to facilitate better services.

- Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 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 for the above-mentioned requests and surrender their original securities certificate(s) for processing of service requests to the RTA. The RTA shall thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant within 30 days of its receipt of such request after removing objections, if any. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a

request to the DP for dematerialising the said securities. Form ISR-4 is available on the website of RTA.

- As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. 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 are requested to submit the said form to their DP in case the shares are held in electronic form and to the Company's RTA at support@purvashare.com in case the shares are held in physical form, quoting their folio number.

- SEBI vide its Circulars dated July 31, 2023, and August 4, 2023, read with Master Circular dated July 31, 2023 (updated as on August 11, 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 the [ODR Portal](#).

By and on behalf of the Board of Directors
For **KREON FINANCIAL SERVICES LIMITED**
Sd/-

NIHARIKA GOYAL
Company Secretary and
Chief Compliance Officer
ACS: 61428

Place: Chennai
Date: 28.07.2026



ANNEXURES TO THE NOTICE

ADDITIONAL INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE RE-APPOINTED

(As per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 on General Meetings)

Item No.	2
Name of the Director	Mrs. Henna Jain
Date of Birth	23.11.1994
Age	31
DIN	08383395
Nature of Appointment	Director is liable to retire by rotation and being eligible, offers herself for re-appointment.
Date of First Appointment	22.03.2019
Qualification	MBA from Columbia Business School, USA; MA in International Relations and Economics from the University of St. Andrews, Scotland, UK.
No. of. Shares held	30,00,000 shares having face value of ₹10/- each
Nature of expertise/experience	Specialization in operations, marketing and overall management of the Company
Terms and conditions of re-appointment and remuneration	There is no change in the terms and conditions of her appointment as Joint Managing Director w.e.f September 01, 2024, except for the revision in her remuneration, the details of which are set out in Item No. 4 forming part of the Explanatory Statement.
Relationship with any other Director or KMP	Immediate relative (sister) of Mr. Jaijash Tatia (Chairman and Managing Director)
Number of Board Meetings attended during FY 2025-26	4 (100% attendance)
Directorship in other companies & LLPs	NIL
Chairman/ Member of the Committees of Company	Member of Stakeholders Relationship Committee
Chairman/Member of the Committee of other Public Limited Companies in which she is a director	NIL
Last approved remuneration drawn	₹60,00,000/-
Names of the listed entities from which the Director has resigned in the past three years	NIL
Brief resume	She is the Co-founder of StuCred, a mobile application that offers instant short-term loans to college students. The platform currently serves approximately 10,00,000 users and has a presence across nearly 40,000 colleges.

EXPLANATORY STATEMENT

(pursuant to Section 102 of the Companies Act, 2013)

(Rs.in Lakhs)

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

ITEM NO. 03 – REMUNERATION OF CHAIRMAN AND MANAGING DIRECTOR

The Members of the Company, by way of Postal Ballot on September 12, 2024, approved the appointment of Mr. Jaijash Tatia as the Chairman and Managing Director for a term of five (5) years commencing from September 01, 2024, at an annual remuneration of ₹60,00,000 (Rupees Sixty Lakhs only), together with the terms and conditions of his appointment.

Pursuant to the provisions of the Act and the Nomination and Remuneration Policy of the Company, the Nomination and Remuneration Committee ("NRC") periodically reviews the remuneration payable to the Executive Directors of the Company, taking into consideration, inter alia, their roles and responsibilities, leadership and strategic direction, individual performance, the financial and operational performance of the Company, prevailing remuneration practices in comparable NBFCs, industry benchmarks and the overall size, scale and complexity of the Company's business and operations.

Upon such review, the NRC, at its meeting held on May 29, 2026, recommended revision in the remuneration payable to Mr. Jaijash Tatia. The Audit Committee considered the recommendation of the NRC and recommended the same to the Board of Directors. Based on the recommendations of the NRC and the Audit Committee, the Board of Directors, at its meeting held on May 29, 2026, approved the revision in remuneration payable to Mr. Jaijash Tatia, subject to the approval of the Members.

Accordingly, it is proposed to revise the annual remuneration payable to Mr. Jaijash Tatia with effect from April 01, 2026, as set out below:

Particulars	Existing Remuneration	Revised Remuneration
Annual Remuneration	₹6,000,000	₹7,500,000

The proposed revision in the remuneration of Mr. Jaijash Tatia forms part of the overall revision in remuneration payable to the Executive Directors of the Company. Consequent to the proposed revision, the aggregate annual remuneration payable to the Executive Directors of the Company exceeds five per cent (5%) of the annual net profits of the Company, computed in accordance with the provisions of Section 198 of the Act. Accordingly, pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members by way of a Special Resolution is being sought for the proposed revision in remuneration payable to Mr. Jaijash Tatia.

The Board is of the opinion that the proposed revision in remuneration is fair, reasonable and commensurate with the duties and responsibilities entrusted to Mr. Jaijash Tatia, having regard to his experience, leadership and strategic direction, contribution towards the growth and development of the Company, the increased scale and complexity of the Company's operations and prevailing industry remuneration practices. The Board believes that the proposed remuneration is in the best interests of the Company and its Members.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mr. Jaijash Tatia as approved by the Members, shall remain unchanged and continue to remain in full force and effect.

Mr. Jaijash Tatia being the Chairman and Managing Director, is concerned or interested, financially or otherwise, in the resolution to the extent of the remuneration payable to him. Mrs. Henna Jain, Joint Managing Director, being an immediate relative (sister) of Mr. Jaijash Tatia, is also deemed to be concerned or interested in the resolution.



Save and except Mr. Jaijash Tatia and Mrs. Henna Jain, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 03 of the Notice for approval of the Members.

ITEM NO. 04 – REMUNERATION OF JOINT MANAGING DIRECTOR

The Members of the Company, by way of Postal Ballot on September 12, 2024, approved the appointment of Mrs. Henna Jain as the Joint Managing Director for a term of five (5) years commencing from September 01, 2024, at an annual remuneration of ₹60,00,000 (Rupees Sixty Lakhs only), together with the terms and conditions of her appointment.

Pursuant to the provisions of the Act and the Nomination and Remuneration Policy of the Company, the NRC periodically reviews the remuneration payable to the Executive Directors of the Company, taking into consideration, inter alia, their roles and responsibilities, leadership and strategic direction, individual performance, the financial and operational performance of the Company, prevailing remuneration practices in comparable NBFCs, industry benchmarks and the overall size, scale and complexity of the Company's business and operations.

Upon such review, the NRC, at its meeting held on May 29, 2026, recommended revision in the remuneration payable to Mrs. Henna Jain. The Audit Committee considered the recommendation of the NRC and recommended the same to the Board of Directors. Based on the recommendations of the NRC and the Audit Committee, the Board of Directors, at its meeting held on May 29, 2026, approved the revision in remuneration payable to Mrs. Henna Jain, subject to the approval of the Members of the Company.

Accordingly, it is proposed to revise the annual remuneration payable to Mrs. Henna Jain with effect

from April 01, 2026, as set out below:

(Rs.in Lakhs)

Particulars	Existing Remuneration	Revised Remuneration
Annual Remuneration	₹6,000,000	₹7,500,000

The proposed revision in the remuneration of Mrs. Henna Jain forms part of the overall revision in remuneration payable to the Executive Directors of the Company. Consequent to the proposed revision, the aggregate annual remuneration payable to the Executive Directors of the Company exceeds five per cent (5%) of the annual net profits of the Company, computed in accordance with the provisions of Section 198 of the Act. Accordingly, pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, approval of the Members by way of a Special Resolution is being sought for the proposed revision in remuneration payable to Mrs. Henna Jain.

The Board is of the opinion that the proposed revision in remuneration is fair, reasonable and commensurate with the duties and responsibilities entrusted to Mrs. Henna Jain, having regard to her experience, leadership and strategic direction, contribution towards the growth and development of the Company, the increased scale and complexity of the Company's operations and prevailing industry remuneration practices. The Board believes that the proposed remuneration is in the best interests of the Company and its Members.

Except for the aforesaid revision in remuneration, all other terms and conditions of the appointment of Mrs. Henna Jain as approved by the Members, shall remain unchanged and continue to remain in full force and effect.

Mrs. Henna Jain, Joint Managing Director, is concerned or interested, financially or otherwise, in the resolution to the extent of the remuneration payable to her. Mr. Jaijash Tatia, Chairman and Managing Director, being an immediate relative (brother) of Mrs. Henna Jain, is also deemed to be concerned or interested in the resolution.

Save and except Mrs. Henna Jain and Mr. Jaijash Tatia, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 04 of the Notice for approval of the Members.

Items No. 05 to 08 – MATERIAL RELATED PARTY TRANSACTIONS

The following statement sets out all the material facts relating to Resolutions No. 05 to 08 to be passed as mentioned in the accompanying Notice:

As per Regulation 2(1)(zc) of the SEBI Listing Regulations, a related party transaction ("RPT") includes a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand or (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

As per the SEBI Listing Regulations read with Schedule XII thereto, considering that the total turnover of the Company for FY2025-26 being ₹43.35 crores, an RPT is considered 'material' if the RPTs to be entered into individually or taken together with previous transactions during FY 2026-27 exceeds ₹43.35 lakhs, i.e., 10% of the annual turnover of the Company.

Further, in terms of Regulation 23(4) of the SEBI Listing Regulations, all material RPTs and subsequent material modifications shall require prior approval of the Members of the listed entity by way of an Ordinary Resolution, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis, and no related party shall vote to approve such resolution, irrespective of whether the entity is a party to the particular

transaction or not.

Members may note in the ordinary course of business, various transactions are undertaken between the Company and such related parties in order to ensure operational efficiency, optimal resource utilization, timely execution of commitments, value creation, and smooth conduct of business activities. In view of the scale, nature and interdependent functioning of the Company, it is essential to continue entering into transactions which are necessary for efficient business conduct and for strengthening the Company's growth trajectory.

In view of the above, the RPTs of the Company, though in the ordinary course of the business and at an arm's length, are expected to exceed the aforesaid threshold of ₹43.35 lakhs and hence are being placed for the approval of the Members of the Company as Ordinary Resolutions at Items No. 05 to 08.

The Company has not entered into any of the proposed transactions as of the date hereof. The execution of such transactions shall be undertaken only upon obtaining the requisite approval of the Members, in accordance with the applicable laws and regulatory requirements.

The Audit Committee reviewed the relevant details of the proposed material RPTs as required under the SEBI Listing Regulations, including the material terms and the ordinary course of business and granted approval for the RPTs to be entered into by the Company as mentioned in Items No. 05-08 of the Notice. The Board of Directors, at its meeting held on May 29, 2026, considered the recommendation of the Audit Committee and reviewed all the relevant details of the proposed RPTs and recommended the same to the Members for their approval.

In view of the above, the necessary details are mentioned for each of the RPTs in the Explanatory Statement for Items No. 05 to 08.



ITEM NO. 05 – MATERIAL RPTs WITH TGV L

Background, Details and Justification of the transaction(s)

Tatia Global Vennture Limited ("TGV L") is a member of promoter group and a related party of the Company. TGV L is primarily engaged in the textile segment and infrastructure-related projects and ventures, with its business strategy focused on both organic and inorganic growth opportunities.

In the ordinary course of its treasury and financing activities, the Company proposes to enter into certain financing arrangements with TGV L comprising (i) grant of loans to AOL aggregating up to ₹10 crores, and (ii) borrowing of funds from AOL aggregating up to ₹50 crores, during the period of three years with effect from the date of 32nd AGM and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Act, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of TGV L in respect of the lending transaction, the Company's funding requirements in respect of the borrowing transaction, compliance with applicable

regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGV L are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The Company has not entered into any of the proposed transactions with TGV L as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the SEBI Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Particulars	Disclosure
Name of the Related Party	Tatia Global Vennture Limited ("TGV L")
Nature of relationship with the Company	Member of promoter group and related party of the Company.
Nature, material terms, monetary value and particulars of the proposed transaction	(i) Grant of loans to TGV L aggregating up to ₹10 crores; and (ii) Borrowing of funds from TGV L aggregating up to ₹50 crores.
Tenure of the transaction	Three (3) years commencing from the date of 32nd AGM

Particulars	Disclosure
Value of the proposed transaction	a. Lending – upto ₹10 crores b. Borrowing – upto ₹50 crores
Value of the proposed transaction as a percentage of the annual standalone turnover of the Company	a. Borrowings – 115.34% b. Lending – 23.07%
Purpose and commercial rationale of the transaction	The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities.
Whether the transaction is in the ordinary course of business	Yes, the proposed transactions shall be undertaken in the ordinary course of business.
Justification as to why the proposed transaction is in the interest of the Company	The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.
A copy of the valuation or other external party report, if any such report has been relied upon	No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.
Any other information relevant for the shareholders to take an informed decision	The Company has not entered into any of the proposed transactions with TGV L as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.

ITEM NO. 06 – MATERIAL RPTs WITH AOL

Background, Details and Justification of the transaction(s)

Ashram Online.Com Limited ("AOL") is a member of promoter group and a related party of the Company. AOL is primarily engaged in providing a broad range of spiritual and religious service offerings, including Homam, Puja, Pariharam and Samskaram ceremonies, designed to cater to various aspects of individual well-being such as wealth, health, career, education, relationships, marriage and financial stability.

In the ordinary course of its treasury and financing activities, the Company proposes to enter into certain financing arrangements with AOL comprising (i) grant of loans to AOL aggregating up to ₹10 crores, and (ii) borrowing of funds from AOL aggregating up to ₹50 crores, during the period of three years with effect from the date of 32nd AGM and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of TGV L in respect of the lending transaction, the



Company's funding requirements in respect of the borrowing transaction, compliance with applicable regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGVV are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The Company has not entered into any of the proposed transactions with TGVV as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Particulars	Disclosure
Name of the Related Party	Ashram Online.com Limited (AOL)
Nature of relationship with the Company	Member of promoter group and a related party of the Company.
Nature, material terms, monetary value and particulars of the proposed transaction	(i) Grant of loans to AOL aggregating up to ₹10 crores; and (ii) Borrowing of funds from AOL aggregating up to ₹50 crores.

Particulars	Disclosure
Tenure of the transaction	Three (3) years commencing from the date of 32nd AGM
Value of the proposed transaction	a. Lending – upto ₹10 crores b. Borrowing – upto ₹50 crores
Value of the proposed transaction as a percentage of the annual standalone turnover of the Company	a. Borrowings – 115.34% b. Lending – 23.07%
Purpose and commercial rationale of the transaction	The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities.
Whether the transaction is in the ordinary course of business	Yes, the proposed transactions shall be undertaken in the ordinary course of business.
Justification as to why the proposed transaction is in the interest of the Company	The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.
A copy of the valuation or other external party report, if any such report has been relied upon	No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.
Any other information relevant for the shareholders to take an informed decision	The Company has not entered into any of the proposed transactions with AOL as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.

ITEM NO. 07 – MATERIAL RPTs WITH OPPL Background, Details and Justification of the transaction(s)

Opti Products Private Limited ("OPPL") is a member of promoter group and a related party of the Company. OPPL is primarily engaged in the business of food stuffs and grain grinding.

The Company proposes to enter into certain financing arrangements with OPPL during a period of three (3) years commencing from the date of 32nd AGM, comprising (i) grant of loans to OPPL aggregating up to ₹10 crores; and (ii) borrowing of funds from OPPL aggregating up to ₹50 crores, and on such terms and conditions, including tenure, interest rate, repayment schedule, security, if any, and other commercial terms, as may be mutually agreed between the parties, in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, the directions/guidelines issued by the RBI, and other applicable laws.

The proposed lending transaction will enable the Company to deploy its surplus funds, as and when available, in a commercially efficient manner while earning an appropriate risk-adjusted return. The proposed borrowing arrangement will provide the Company with an additional source of funding to meet its business and operational requirements, strengthen liquidity management and optimise its funding mix. The proposed transactions are intended to provide operational flexibility to the Company by ensuring timely availability as well as efficient deployment of funds based on business requirements.

The Audit Committee, while granting its prior approval to the proposed transactions, has, inter alia, considered the nature of the transactions, the commercial rationale, the need for the transactions, the creditworthiness and repayment capability of OPPL in respect of the lending transaction, the Company's funding requirements in respect of the borrowing transaction, compliance with applicable regulatory requirements, and the overall benefit of the transactions to the Company. The Audit Committee noted that the proposed transactions are in the

ordinary course of business of the Company, are proposed to be undertaken on arm's length basis, and are on terms that are fair, reasonable and in the interest of the Company and its Members.

The Board of Directors is of the view that the proposed lending and borrowing arrangements with TGVV are commercially prudent, facilitate efficient treasury and liquidity management, optimise utilisation of financial resources, and are beneficial to the Company's business. Accordingly, the Board recommends the resolution for approval of the Members to be passed as an **Ordinary Resolution**.

The Company has not entered into any of the proposed transactions with OPPL as on the date of this Notice. The transactions shall be undertaken only after obtaining the requisite approval of the Members.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Particulars	Disclosure
Name of the Related Party	Opti Products Private Limited (OPPL)
Nature of relationship with the Company	Member of promoter group and a related party of the Company.
Nature, material terms, monetary value and particulars of the proposed transaction	(i) Grant of loans to OPPL aggregating up to ₹10 crores; and (ii) Borrowing of funds from OPPL aggregating up to ₹50 crores.
Tenure of the transaction	Three (3) years commencing from the date of 32nd AGM
Value of the proposed transaction	a. Lending – upto ₹10 crores b. Borrowing – upto ₹50 crores



Particulars	Disclosure
Value of the proposed transaction as a percentage of the annual standalone turnover of the Company	a. Borrowings – 115.34% b. Lending – 23.07%
Purpose and commercial rationale of the transaction	The proposed financing arrangements are intended to optimize treasury operations, facilitate efficient deployment of surplus funds, provide financial flexibility, and meet the business and funding requirements of the respective entities in a commercially efficient manner. The transactions are expected to improve liquidity management and support the business objectives of both entities.
Whether the transaction is in the ordinary course of business	Yes, the proposed transactions shall be undertaken in the ordinary course of business.
Justification as to why the proposed transaction is in the interest of the Company	The proposed transactions are commercially prudent, support efficient capital allocation and treasury management, are expected to generate appropriate commercial returns (in case of lending), provide funding flexibility (in case of borrowing), and are in the overall interest of the Company and Members.
A copy of the valuation or other external party report, if any such report has been relied upon	No independent valuation or external report has been relied upon for the proposed financing transactions. The transactions have been evaluated based on commercial and financial parameters, market benchmarks and internal assessment.
Any other information relevant for the shareholders to take an informed decision	The Company has not entered into any of the proposed transactions with AOL as on the date of the Notice. The proposed transactions shall be entered into only after obtaining the approval of the Members.

ITEM NO. 08 – MATERIAL RPTs WITH MR. JAIJASH TATIA

Mr. Jaijash Tatia is the Promoter, Chairman and Managing Director and a related party of the Company. He holds 39,74,300 equity shares, constituting 19.65% of the paid-up equity share capital of the Company.

Kreon Financial Services Limited, being an NBFC primarily engaged in financing activities, the Company requires adequate and timely availability of funds to support its lending operations, maintain liquidity, optimize its capital structure, meet regulatory requirements, and ensure uninterrupted business operations. The availability of diversified funding sources is critical for sustaining the Company's lending portfolio and supporting future business growth.

In order to meet its funding requirements, the Company proposes to borrow, from time to time, an aggregate amount not exceeding ₹10 crores (Rupees Ten Crores only) from Mr. Jaijash Tatia over a period of three (3) years with effect from date of 32nd AGM.

The proposed borrowing shall primarily be utilized for the Company's lending business, including disbursement of loans to eligible borrowers, meeting working capital requirements, maintaining adequate liquidity, repayment or refinancing of existing borrowings, meeting regulatory and operational funding requirements, and other general corporate purposes in the ordinary course of business.

The proposed borrowing shall be unsecured and shall be undertaken on an arm's length basis. The commercial terms, including the amount to be drawn, tenure of each drawdown, interest rate, repayment schedule and other terms and conditions, shall be determined having regard to prevailing market conditions and shall be comparable with similar borrowings available to the Company from unrelated parties. The Company shall ensure that the borrowing is undertaken in compliance with all applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations, directions issued by the RBI applicable to NBFCs and other applicable laws.

The Audit Committee has reviewed the proposal and, after considering the necessity of the transaction, the business rationale, ordinary course of business, expected benefits to the Company, impact on the financial position of the Company and all other information prescribed under Clause 4 of the Industry Standards, recommended the transaction to the Board for its approval.

The Board of Directors has also reviewed the proposed transaction and is of the opinion that the proposed borrowing is in the best interests of the Company and Members as it would ensure availability of funds for the Company's financing activities and business expansion while maintaining financial flexibility.

Although the proposed borrowing is in the ordinary course of business and on an arm's length basis, the aggregate value of the proposed transaction is expected to exceed the materiality threshold prescribed under Regulation 23 of the SEBI Listing Regulations.

The Company has not entered into the proposed borrowing arrangement as on the date of this Notice and shall enter into the transaction only after obtaining the approval of the Members.

Accordingly, the Board recommends the resolution for approval of the Members to be passed as an Ordinary Resolution.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Particulars	Disclosure
Name of the Related Party	Mr. Jaijash Tatia
Nature of relationship with the Company	Mr. Jaijash Tatia is the Promoter, Chairman and Managing Director, holding 39,74,300 equity shares, constituting 19.65% of the Company's paid-up equity share capital.
Nature, material terms, monetary value and particulars of the proposed transaction	Borrowing from Mr. Jaijash Tatia by way of unsecured loan(s) up to an aggregate amount of ₹10 crores.
Tenure of the transaction	Three (3) years from the date of 32nd AGM.
Value of the proposed transaction	₹10 crores



NIHARIKA GOYAL
Company Secretary and
Chief Compliance Officer
ACS: 61428

Notes:

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