NOTICE

Notice is hereby given that the **32nd Annual General Meeting** of the members of **Ken Financial Services Limited** will be held on **Saturday, 26th September, 2026 at 12:30 p.m.** through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **Adoption of Financial Statements**

   To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of Board of Directors and Auditors thereon.

   To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2026, and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.**"**

2. **Appointment of Director who retires by rotation:**

   To appoint Director in place of Mr. Shakti Singh Rathore (holding DIN 09208373) who retires by rotation and being eligible, offers himself for re-appointment.

   To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT Mr. Shakti Singh Rathore (holding DIN 09208373), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby reappointed as a Director of the Company.**"**

SPECIAL BUSINESS:

3. **Appointment of Mr. Sachin Pawan Kumar Choudhary (holding DIN 11926778) as a Director of the Company:**

   To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr. Sachin Pawan Kumar Choudhary (holding DIN 11926778) who was appointed as an Additional Director (Professional Executive) on the Board of Directors of the Company with effect from close of business hours of 3rd September, 2026 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as a Director of the Company and whose period of office is liable to determination by rotation.

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

4. **Re-appointment of Ms. Neha Kailash Bhageria (holding DIN 09217784), Independent Woman Director of the Company for a second term of 5 (five) years:**

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

"RESOLVED THAT pursuant to Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval of the Board of Directors, Ms. Neha Kailash Bhageria (holding DIN 09217784), who has submitted a declaration confirming that she meets the criteria of independence as provided under Section 149(6) and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Woman Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing from 30th September, 2026 up to 29th September, 2031.

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

5. **Increase in the Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013:**

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the extant directions issued by the Reserve Bank of India applicable to the Company as a Non-Banking Financial Company, and subject to such approvals as may be required, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company) to borrow, from time to time, any sum or sums of money for the purposes of the business of the Company from banks, financial institutions, mutual funds, insurance companies, non-banking financial companies, bodies corporate and/or any other lenders/persons, in Indian and/or foreign currency, by way of term loans, cash credit, working capital demand loans, overdraft facilities, non-convertible debentures, commercial paper, external commercial borrowings, sub-ordinated debt, inter-corporate deposits, securitization/direct assignment of receivables, refinance from All India Financial Institutions, or any other permissible mode of borrowing, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed, at any time, the aggregate of the paid-up share capital of the Company, its free reserves and securities premium account, provided that the total amount so borrowed by the Board and outstanding at any point of time shall not exceed Rs.100,00,00,000/- (Rupees One Hundred Crore Only).

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.**”**

For and on behalf of the Board

Registered office:
34, Kalpataru Avenue,
Opposite ESIC Hospital,
Akurli Road, Kandivali (East),
Mumbai - 400 101.

Shakti Singh Rathore
Managing Director
DIN: 09208373

Place: Mumbai
Date: 3rd September, 2026

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular Nos. 20/2020 dated May 5, 2020, Circular No. 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, i.e. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and latest being General Circular No. 03/2025 dated September 22, 2025 (“MCA Circulars”) and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circulars”), have permitted to conduct the Annual General Meeting (“AGM”) virtually, without physical presence of Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 32nd AGM of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

3. The attendance of members attending the AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of Companies Act, 2013.

4. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards -2 (SS-2), the particulars of Directors proposed to be appointed / re-appointed at the Annual General Meeting is given in the Annexure to the notice.

5. Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of special business is annexed hereto and forms part of the Notice.

6. The Register of Members and the Share Transfer Books of the Company will be closed from Sunday, September 20, 2026 to Saturday, September 26, 2026 (both days inclusive).

7. In accordance with, the circulars issued by MCA and Securities and Exchange Board of India ('SEBI'), owing to the difficulties involved in dispatching of physical copies of the Annual Report of the Company and the Notice of AGM, the same are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participants (DP).

8. Members who have not registered their e-mail addresses so far are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Registrar & Share Transfer Agent in case the shares are held by them in physical form for receiving all communication including Annual Report, Notices, etc. from the Company electronically.

9. Members are requested to furnish their bank account details, change of address and all other required details to the Registrar & Share Transfer Agent in respect of shares if held in physical form. In case of shares held in electronic form, these details should be furnished to the respective Depository Participants (DPs).

10. The Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (“PAN”) by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN card numbers / copies of PAN card to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent, M/s. Purva Sharegistry (India) Private Limited.

11. The Securities and Exchange Board of India ("SEBI") has mandated that transfer of securities would be carried out in dematerialized form only w.e.f. 5th December, 2018. In view of the same and to avail various benefits of dematerialization, members are requested to dematerialize shares held by them in physical form. Members may contact the Company or Share Transfer Agent, for assistance in this regard.

12. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of SEBI Listing Regulations, and has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz, issue of duplicate securities certificate, claim for unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificate / folios, transmission and transposition. Accordingly, members are requested to contact Company's Share Transfer Agent, for assistance in this regard.

13. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to M/s. Purva Sharegistry (India) Private Limited at the Registered Office of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

14. Members may please note that Notice of the 32nd Annual General Meeting and Annual Report for the year ended 31st March, 2026 will be available on the Company's website www.ken-fin.com for their download. The Notice can also be accessed from the website of BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. https://evoting.purvashare.com/. For any communication, the members may also send requests at Company's email id: kenfsl@rediffmail.com.

15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at this 32nd AGM. For this purpose, the Company has entered into an agreement with Purva Sharegistry (India) Private Limited (Purva) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Purva.

16. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available to atleast 1,000 members on first come first served basis. This will not include large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons 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.

17. Mr. Narottam Bagaria (Membership No. F5443, Certificate of Practice No. 4361), Partner of M/s. N. Bagaria & Associates, Practicing Company Secretaries, Mumbai, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.

18. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD1/P/ CIR/2023/145 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 at https://smartodr.in/login.

19. **Instructions for shareholders for registration of E-mail Ids and Bank Details:**

(i) For Temporary Registration of e-mail id for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with Purva Sharegistry (India) Pvt. Ltd. by clicking the link: http://www.purvashare.com/email-and-phone-updation/in their web site www.purvashare.com and follow the registration process as guided therein.

The members are requested to provide details such as Name, DPID, Client ID/ PAN, mobile number and e-mail id. In case of any query, a member may send an e-mail to RTA at support@purvashare.com. On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in link for verification.

(ii) For Permanent Registration of e-mail id for Demat shareholders:

It is clarified that for permanent registration of e-mail address, Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the DP.

(iii) Registration of email id for shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their e-mail addresses may get their e-mail addresses registered with Purva Sharegistry (India) Private Limited, by clicking the link: http://www.purvashare.com/email-and-phone-updation/ in their web site www.purvashare.com and follow the registration process as guided therein. The members are requested to provide details such as Name, Folio Number, mobile number and e mail id. In case of any query, a member may send an e-mail to RTA at support@purvashare.com. On submission of the shareholders details an OTP will be received by the shareholder which needs to be entered in the link for verification.

(iv) Registration of Bank Details for physical shareholders:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their bank details can get the same registered with Purva Sharegistry (India) Private Limited, by sending E mail at support@purvashare.com. The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, e–mail id on a covering letter requesting to update the bank details signed by all the shareholder(s), self-attested PAN card copy and address proof along with the copy of the cheque leaf with the first named shareholders name imprinted in the face of the cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. In case of query, member may send an e-mail to RTA at support@purvashare.com.

(v) Registration of Bank Details for Demat shareholders:

It is clarified that for registration of bank details, the Members are requested to register their bank details, in respect of demat holdings with the respective Depository Participant (DP) by following the procedure prescribed by the Depository Participant.

20. **Instructions for shareholders for remote e-voting and joining the meeting are as under:**

(i) The remote e-voting period begins on Wednesday, 23rd September, 2026 (09.00 a.m.) and ends on Friday, 25th September, 2026 (05:00 p.m.). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, 19th September, 2026, may cast their vote electronically. The remote e-voting module shall be disabled by Purva for voting thereafter.

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

(iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

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 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/myeasitoken/Home/EasiRegistration. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from 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 Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding	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

securities in demat mode with NSDL	a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) Shareholders/Members 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 App Store Google Play 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	1) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2) 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. 3) 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 above-mentioned 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 toll free no. 1800 22 55 33 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 022-48 86 70 00 and 022 - 2499 7000 or toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders**

1. The shareholders should log on to e-voting website https://evoting.purvashare.com.

2. Click on “Shareholders” module.

3. Now Enter your User ID:
   (a) For CDSL: 16 digits beneficiary ID,
   (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   (c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.

5. If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier voting of any company, then your existing password is to be used.

6. If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA
Dividend Bank Detail 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.

7. After entering these details appropriately, click on “SUBMIT” tab.

8. Shareholders holding shares in physical form will then directly reach the Company selection screen.

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

10. Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.

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

12. Click on the "NOTICE FILE LINK" if you wish to view the NOTICE.

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

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

15. **Facility for Non - Individual Shareholders and Custodians – For remote e-voting only**:

    - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://evoting.purvashare.com and register themselves in the "Custodians / Mutual Fund" module.

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

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

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

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

(v) **Instructions for shareholders attending the AGM through VC / OAVM and E-voting During the meeting are as under:**

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

~~2.~~ The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders may send their queries in advance atleast 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at kenfsl@rediffmail.com. These queries will be replied to by the company suitably by email. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at kenfsl@rediffmail.com.

~~8.~~ Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC / OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC / OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

11. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(vi) **Process for those shareholders whose email addresses are not registered with the Company / Depositories**:

(a) For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to Company / RTA email id.

(b) For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

(c) For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

Explanatory Statement under Section 102 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following Statement sets out all the material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 3:

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, at their meeting held on Thursday, 3rd September, 2026 appointed Mr. Sachin Pawan Kumar Choudhary (holding DIN 11926778), as an Additional Director on the Board of Directors of the Company with effect from close of business hours of 3rd September, 2026.

In terms of Section 16(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Mr. Sachin Pawan Kumar Choudhary holds office upto the date of the ensuing 32nd Annual General Meeting and is eligible to be appointed as a Director of the Company.

Mr. Sachin Pawan Kumar Choudhary is a Commerce Graduate and MBA in Finance. He has an extensive exposure on how to analyze various Companies' Financial Statements, conduct Performance Ratio Analysis, and forecast the financials with the object of making profit for the Company.

The Company has received from Mr. Sachin Pawan Kumar Choudhary:

(a) consent in writing to act as Director of the Company, in Form DIR-2;

(b) intimation in Form DIR-8, to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013;

(c) a notice in writing under Section 160(1) of the Companies Act, 2013, from a member proposing his/her candidature for the office of Director of the Company

The Board of Directors is of the opinion that Mr. Sachin Pawan Kumar Choudhary is a person of integrity and has relevant experience and expertise for being appointed as a director. The Board considers that the knowledge, expertise and experience as possessed by Mr. Sachin Pawan Kumar Choudhary will be of immense benefit and value to the Company and it is desirable to avail services of Mr. Sachin Pawan Kumar Choudhary as a Director of the Company.

The information as required under the Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings is provided in annexure to this Notice.

The Board recommends the Ordinary Resolution as set out at Item No. 3 of the Notice of the AGM for the approval by the members.

None of the Directors, Key Managerial Personnel of the Company, and their relatives, except Mr. Sachin Pawan Kumar Choudhary, to whom the resolution relates, and his relatives, is/are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

<u>Item No. 4:</u>

The Members of the Company at the 27th Annual General Meeting held on 30th September, 2021 had approved the appointment of Ms. Neha Kailash Bhageria (holding DIN 09217784) as an Independent Non-Executive Woman Director of the Company for a term of five consecutive years commencing from September 30, 2021 and ending on September 29, 2026.

In accordance with the provisions of Section 149(10) of the Companies Act, 2013 (the “Act”), an Independent Director may be appointed for a second term of up to five consecutive years by passing a Special Resolution.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 3rd September, 2026, considered and approved the re-appointment of Ms. Neha Kailash Bhageria as an Independent Non-Executive Woman Director of the Company for a second term of five consecutive years commencing from September 30, 2026 up to September 29, 2031, subject to the approval of the Members by way of a Special Resolution.

The Board is of the opinion that, considering the valuable contribution, experience, knowledge and expertise of Ms. Neha Kailash Bhageria, her continued association with the Company as an Independent Director would be beneficial to the Company. The Board has also considered her performance, contribution and participation in the deliberations of the Board and its Committees during the first term.

In the opinion of the Board, Ms. Neha Kailash Bhageria fulfils the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Non-Executive Woman Director and is independent of the management of the Company. The Board is also satisfied that she possesses the requisite integrity, expertise, experience and proficiency to continue to serve as an Independent Director of the Company.

The proposed re-appointment is subject to the approval of the Members by way of a Special Resolution and shall be for a second term of five consecutive years. Ms. Neha Kailash Bhageria shall not be liable to retire by rotation during her tenure as an Independent Director.

The information as required under Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings of Ms. Neha Kailash Bhageria is provided in annexure to this Notice.

The Board recommends the Special Resolution as set out at Item No. 4 of the Notice of the AGM for the approval by the members.

None of the Directors, Key Managerial Personnel of the Company, and their relatives, except Ms. Neha Kailash Bhageria, to whom the resolution relates, and his relatives, is/are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Item No. 5:

Ken Financial Services Limited is a Non-Banking Financial Company registered with the Reserve Bank of India ("RBI") and a public company listed on BSE Limited. To support the growth of the Company's lending/business operations and to meet its short-term and long-term funding requirements, including onward lending, working capital, refinancing of existing borrowings and general corporate purposes, the Company proposes to avail borrowings from banks, financial institutions and other eligible lenders from time to time.

As per Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company cannot, without the consent of the Members by way of a Special Resolution, borrow monies (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) which, together with monies already borrowed, exceed the aggregate of the paid-up share capital of the Company, its free reserves and securities premium account. The proposed borrowing limit of Rs. 100 crore exceeds this aggregate, therefore, the approval of the Members by way of a Special Resolution is required.

Accordingly, the Board, at its meeting held on Thursday, 3rd September, 2026, approved the proposal to seek the consent of the Members to authorise the Board to borrow funds up to an aggregate amount not exceeding Rs.100,00,00,000/- (Rupees One Hundred Crore Only) outstanding at any time.

This authorization is an enabling one and does not, by itself, commit the Company to borrow the full amount; actual borrowings will be drawn down only as required by the Company's business, within the overall limit approved, and subject to the Company at all times remaining compliant with the capital adequacy, leverage and other prudential norms prescribed by the RBI for Non-Banking Financial Companies, including under the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023, as amended from time to time, and with any covenants under the Company's existing financing arrangements.

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

None of the Directors, Key Managerial Personnel of the Company, and their relatives, is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Registered office:
34, Kalpataru Avenue,
Opposite ESIC Hospital,
Akurli Road, Kandivali (East),
Mumbai - 400 101.

Place: Mumbai
Date: 3rd September, 2026

For and on behalf of the Board

Shakti Singh Rathore
Managing Director
DIN: 09208373

ANNEXURE

Pursuant to Regulation 36(3) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Information about the directors proposed to be appointed / re-appointed is furnished below:

Item No. 2:

Name of Director	Mr. Shakti Singh Rathore
Date of Birth	21-05-1992
Number of Equity Shares Held	Nil
Qualification	Graduate
Nature of Expertise	Work experience of more than 10 years in Finance, Accounts, Taxation and Commercial function with strategic planning, budgeting and procurement alongwith a visionary leadership and management skills.
Justification for choosing appointee for appointment as an Independent Director	Not Applicable
Remuneration last drawn (including sitting fees, if any)	Rs. 11.00 Lakhs per annum
Remuneration proposed to be paid	Rs. 12.00 Lakhs per annum
Relationship with other Directors	None
Directorships held in Other /Public Limited companies	1. Fur and Fluff Foundation
Committee Memberships / Chairmanship in other companies	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable
Number of meetings of the Board attended during the year	7 (seven)

Item No. 3:

Name of Director	Mr. Sachin Pawan Kumar Choudhary
Date of Birth	10-02-1999
Number of Equity Shares Held	Nil
Qualification	Graduate, MBA in Finance
Nature of Expertise	Mr. Sachin Pawan Kumar Choudhary has an extensive exposure on how to Analyze various Companies' Financial Statements, conduct Performance Ratio Analysis, and forecast the financials with the object of making profit for the Company
Justification for choosing appointee for appointment as an Independent Director	Not Applicable

Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	Rs. 6.00 Lakhs per annum
Relationship with other Directors	None
Directorships held in Other /Public Limited companies	Nil
Committee Memberships / Chairmanship in other companies	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable
Number of meetings of the Board attended during the year	Not Applicable

Item No. 4

Name of Director	Ms. Neha Kailash Bhageria
Date of Birth	23-12-1997
Number of Equity Shares Held	Nil
Qualification	Graduate and Company Secretary
Nature of Expertise	Expertise in the field of Company Law and Finance.
Justification for choosing appointee for appointment as an Independent Director	Ms. Neha Bhageria possess diverse skills, leadership capabilities and expertise in Compliance and Company law Matters.
Remuneration last drawn (including sitting fees, if any)	Rs. 0.25 Lakhs per annum
Remuneration proposed to be paid	Rs. 0.25 Lakhs per annum
Relationship with other Directors	None
Directorships held in Other /Public Limited companies	Nexus Surgical and Medicare Limited DJS Stock and Shares Limited
Committee Memberships / Chairmanship in other companies	None
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Ms. Bhageria is a Graduate and Company Secretary and has a wide experience in the field of Company Law and Taxation. She is also engaged in rendering legal and other professional advice and services. She has certain abilities, expertise and skills to excel in her industry. She provides an objective perspective and opinion regarding the organization's status and key corporate decisions.
Number of meetings of the Board attended during the year	7 (seven)