

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the members (02/FY 2025-26) of **ARYADHAN FINANCIAL SOLUTIONS PRIVATE LIMITED** ("Company") to be held at shorter Notice on Friday, January 16, 2026 at 2:30 P.M. through video conferencing ("VC") / other audio-visual means ("OAVM") to transact the following business:

SPECIAL BUSINESS

1. TO CONSIDER AND APPROVE THE APPOINTMENT OF THE STATUTORY AUDITORS

To consider, and if thought fit, to pass with or without modification(s), the following resolution as a Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Ashok Kumar Goyal & Co., Chartered Accountants (Firm Registration No. 002777N), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Dass Gupta & Associates, Chartered Accountants (Firm Registration No. 000112N).

RESOLVED FURTHER THAT M/s Ashok Kumar Goyal & Co., Chartered Accountants (Firm Registration No. 002777N), shall hold office as the Statutory Auditors of the Company from the conclusion of this Extraordinary General Meeting until the conclusion of the ensuing Annual General Meeting and shall conduct the statutory audit of the Company for the financial year ended March 31, 2026, on such remuneration and reimbursement of out-of-pocket expenses as may be decided by the Board of Directors of the Company.

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

By the Order of the Board of Directors
Aryadhan Financial Solutions Private Limited

Raj Nandini Jain
Company Secretary
M.No 56152

Date: January 14, 2026
Place: Noida

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 01: TO CONSIDER AND APPROVE THE APPOINTMENT OF THE STATUTORY AUDITORS

M/s Dass Gupta & Associates, Chartered Accountants (Firm Registration No. 000112N), have tendered their resignation as the Statutory Auditors of the Company vide their resignation letter dated January 6, 2026. Consequently, a casual vacancy has arisen in the office of the Statutory Auditors of the Company pursuant to the provisions of Section 139(8) of the Companies Act, 2013.

In terms of the said section, a casual vacancy caused by the resignation of the auditor is required to be filled by the shareholders in a General Meeting within three months from the date of recommendation of the Board of Directors. Accordingly, the Board of Directors of the Company, by circular resolution, has recommended the appointment of M/s Ashok Kumar Goyal & Co., Chartered Accountants (Firm Registration No. 002777N), as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Dass Gupta & Associates.

M/s Ashok Kumar Goyal & Co., Chartered Accountants (Firm Registration No. 002777N), have conveyed their consent to act as the Statutory Auditors of the Company and have confirmed that their appointment, if made, would be within the limits prescribed under the Companies Act, 2013. They have further confirmed that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 and have furnished a certificate in the prescribed form confirming compliance with all eligibility norms for appointment as Statutory Auditors.

The Board of Directors recommends the passing of the resolution set out in Item No. 01 of the Notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding in the Company.

NOTES

1. The time of the meeting is as per the Time Zone in India (GMT +5:30) Indian Standard Time.
2. Pursuant to the General Circular No. 10/2021 read with General Circular No. 14/2020 and General Circular No. 17 /2020 (collectively "MCA Circulars") issued by Ministry of Corporate Affairs ("MCA") on June 23, 2021, April 08, 2020 and April 13, 2020 respectively allowing companies to conduct the general meetings through video conferencing ("VC") or other audio-visual means ("OAVM"), read with 'Clarification/Guidance on applicability of Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2)' the Meeting will be conducted through electronic mode (Video Conference facility) and the facility to attend the Meeting is made available. It would be ensured that the guidelines laid down in the said General Circulars as well under applicable provisions and Rules made under the Companies Act 2013 will be adhered while dispatch of the notice to all the stakeholders and conducting this meeting through Video Conferencing
3. However, for the purpose of Section 101 of the Companies Act, 2013, rules made thereunder and the applicable provisions of the Secretarial Standard on General Meeting, the Registered Office of the Company shall be deemed to be the venue of the EGM.
4. In compliance with the aforesaid MCA Circulars, notice of the extra-ordinary general meeting along with the explanatory statement is being sent only through electronic mode to those members whose email addresses are registered with the Company.
5. The meeting allows two-way teleconferencing for the ease of participation of the members. The participants are allowed to pose questions concurrently and also given time to submit questions in advance on the e-mail address of the Company.
6. The facility for joining the meeting through VC shall be kept open at least 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after the schedule time.
7. The Chairman for the meeting shall be appointed in accordance with the Section 104 of the Companies Act, 2013.
8. Pursuant to the provisions of the Companies Act 2013, a Member entitled to attend and vote at the EGM 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 EGM is being held pursuant to the MCA Circulars on EGM 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 EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
9. Attendance of members attending the meeting through VC or OVAM shall be counted for the

purpose of reckoning the quorum under section 103 of the Act.

10. An explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the special business to be transacted at the meeting is annexed hereto.
11. The Chairman may decide to conduct a vote by show of hands so all are requested to keep their videos on to count the votes for passing the resolution, unless a demand for poll is made by any member in accordance with section 109 of the Act.
12. The members are requested to confirm their presence to the EGM and send any queries on connecting to the VC/OAVM or any other issue relating to meeting on secretarial@aryadhan.in