

◆ Notice

NOTICE OF THE 30TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF EDELWEISS FINANCIAL SERVICES LIMITED (THE COMPANY) WILL BE HELD ON FRIDAY, SEPTEMBER 26, 2025 AT 4.00 P.M. THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO-VISUAL MEANS (OAVM), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt: -
 - a. the audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Board and the Auditors thereon; and
 - b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.
2. To declare a dividend on Equity Shares.
3. To appoint a Director in place of Mr. Rashesh Shah (DIN: 00008322), who retires by rotation and, being eligible, offered himself for re-appointment.

SPECIAL BUSINESS:

4. **Appointment of M/s. SVVS & Associates Company Secretaries LLP, Company Secretaries, as Secretarial Auditors of the Company**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder (including any statutory modification(s), re-enactment(s), amendment(s), clarification(s) or substitution(s) thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendations of the Audit Committee and Board of Directors of the Company (the Board), approval of the Members of the Company be and is hereby accorded to appoint M/s. SVVS & Associates Company Secretaries LLP, Company Secretaries (CP No: 11745 and Peer Review Certificate No. 5764/2024), as Secretarial Auditors of the Company for a term of 5 consecutive financial years commencing from the financial year 2025-26 at such remuneration plus out of pocket expenses and applicable taxes, as mentioned in the Explanatory Statement and on such terms & conditions as may be determined by the Board, for conducting the Secretarial Audit of the Company.

FURTHER RESOLVED that the Board of Directors of the Company (which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company.”

For and on behalf of the Board of Directors
Edelweiss Financial Services Limited

Tarun Khurana
 Company Secretary
 (Membership No. A12344)

May 14, 2025

Registered Office:

**Edelweiss House,
Off C.S.T. Road, Kalina,
Mumbai – 400 098**

CIN: L99999MH1995PLC094641

Email: Efsl.Shareholders@edelweissfin.com

Website: www.edelweissfin.com

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in respect of the Special Business to be transacted at the Annual General Meeting (AGM/Meeting) is annexed hereto.
2. Pursuant to the Circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) from time to time (MCA Circulars/SEBI Circulars), the AGM is conducted through VC/OAVM without the physical presence of the Members at a common venue. Accordingly, as per the MCA Circulars and the SEBI Circulars and the applicable provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (Listing Regulations), the 30th AGM of the Company shall be conducted through VC/OAVM on Friday, September 26, 2025 at 4.00 P.M.
3. Pursuant to Regulation 36 of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the information in respect of the Directors seeking re-appointment at the AGM is given as an Annexure to the Notice.
4. As per the provisions of the Act and the Articles of Association of the Company, a Member entitled to attend and vote at the AGM 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 the AGM is being conducted in accordance with the MCA Circulars and SEBI Circulars through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by Members will not be available for the Meeting. Hence, the Proxy Form, Attendance Slip and Route Map of the venue of the AGM are not annexed to the Notice of the AGM. However, the bodies corporates, can appoint the authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

Pursuant to the MCA Circulars, the Members are provided with the facility to join the AGM through the VC/OAVM mode 15 minutes before the scheduled commencement of the AGM and the same shall be kept open until 15 minutes after the scheduled commencement time. The Members are requested to follow the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 1,000 Members on a first come first serve basis as per the MCA Circulars. The Promoters, Members holding 2% and more shareholding, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. can attend the Meeting without restriction on account of first come first serve basis.

Pursuant to the provisions of the Act, such Members are required to send a scanned certified true copy (PDF/JPG Format) of the resolution/authorisation of its Board/ governing body, authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said certified Resolution/Authorisation shall be sent to the Scrutinizer at mumbaibranch@svvslp.com with a copy marked to evoting@nsdl.com.

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

6. QUORUM

The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. Pursuant to the provisions of Section 108 of the Act read with the Rules framed thereunder and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company has provided the facility of electronic voting (e-voting) to its Members in respect of the business to be transacted at the AGM. The Company has engaged National Securities Depository Limited (NSDL), as an authorised e-voting agency, for facilitating voting through electronic means (remote e-voting and e-voting during the AGM). The detailed procedure for participating in the AGM through VC / OAVM and instructions for e-voting i.e. remote e-voting / e-voting during the AGM, forms part of this Notice.

8. BOOK CLOSURE

Pursuant to the provisions of Section 91 of the Act, the Register of Members and the Share Transfer Books of the Company will remain closed from September 12, 2025 to September 22, 2025 (both days inclusive), for the purpose of payment of dividend and 30th AGM of the Company.

9. DIVIDEND

The dividend, as recommended by the Board, if declared at the AGM, will be paid subject to deduction of tax at source, as may be applicable, on and from the date of AGM, to those Members:

- a) whose names appear as Beneficial Owners as on the Record Date i.e. September 11, 2025, in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the equity shares held in electronic form; and
- b) whose names appear as Members in the Register of Members of the Company as on the Record Date i.e. September 11, 2025, in respect of the equity shares held in physical form, after giving effect to valid request(s) received for transfer/transmission/ transposition of equity shares by the Company.

As per the provisions of the Income-tax Act, 1961, dividend income will be taxable in the hands of Members and the Company is required to deduct tax at source at the prescribed rates, as applicable, from the dividend being paid to the Members. The TDS rate would vary depending on the residential status of the Members in accordance with the applicable provisions of the Income Tax Act, 1961.

The Members are requested to update their bank account details in the manner as set out in this Notice, in order to enable the Company to provide timely credit of dividend in their bank accounts. In case the Company is unable to pay the dividend to any Member (holding shares in dematerialised mode), by the electronic mode due to non-availability of the details of bank account, the Company shall dispatch a demand draft / pay order to such Member by post/courier.

10. UNCLAIMED DIVIDEND

The Members are requested to note that the dividend which has remained unpaid or unclaimed for 7 consecutive years or more from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF) as per Section 124 of the Act.

Accordingly, pursuant to the provisions of the Act and the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), the Company has during the financial year ended March 31, 2025, transferred the Unclaimed Dividend of ₹ 28,08,707 to the IEPF.

Further, 33,634 Equity Shares of Re. 1 each of the Company, in respect of which the dividend has not been claimed for 7 consecutive years or more, have also been transferred to the IEPF Authority.

The Members are further requested to note that the unpaid or unclaimed dividends and/or the equity shares transferred to the IEPF can be claimed by them by making an online/electronic application in Form IEPF-5. Upon submitting duly completed form, applicants are requested to take a print of the same and send the physical copy, duly signed, along with the requisite documents specified in Form IEPF-5, to the Company/ Registrar & Transfer Agent (RTA) of the Company, M/s. MUFG Intime India Private Limited (Unit: Edelweiss Financial Services Limited), C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, e-mail: rnt.helpdesk@in.mpms.mufg.com. The Rules and the application form (Form IEPF-5), as prescribed by the MCA for claiming the shares/ dividends are available on the website of MCA/IEPF authority – www.iepf.gov.in.

In view of the above, the Members who have not claimed/encashed the Dividend Warrants for Final Dividend 2017-18 and/ or any subsequent years are requested to claim their unpaid dividends within stipulated timeline by writing to the Company / RTA giving the necessary details.

11. GENERAL GUIDANCE TO MEMBERS

• NOMINATION FACILITY

As per the provisions of Section 72 of the Act read the Rules framed thereunder, the facility for making nomination is available to the Members in respect of the shares held by them. The Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Members are requested to submit the said form to their Depository Participant (DP) in case the shares are held in electronic form and to the Company/RTA in case the shares are held in physical form.

• BANK MANDATES

Members holding shares in physical form are requested to intimate the RTA under the signature of the Sole/ First holder, the following information:

- i Name of the Sole/First holder and the folio number
- ii Particulars of Bank Account viz.,
 - a) Name of the Bank
 - b) Name of the Branch
 - c) Complete address of the Branch with Pin code
 - d) Bank Account Number allotted by the Bank.

In respect of the matters pertaining to Bank details, NECS mandates, nomination, power of attorney, change in name/address, etc., the Members are requested to approach:

- the Company's RTA, in case of shares held in physical form; and
- the respective Depository Participants, in case of shares held in electronic form.

In any correspondence with the Company/RTA, the Members are requested to quote their account/ Folio numbers or DP ID and Client ID in respect of physical or electronic holdings, respectively.

• MODE OF HOLDING SHARES

As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form except in case of request received for transmission or transposition of securities. In view of this and to eliminate the risks associated with holding physical shares, the Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. The Members can contact the Company/RTA for any support in this regard.

• **UPDATION OF MANDATORY KYC DETAILS**

- i. Pursuant to SEBI Circular dated April 20, 2018, Members who have not furnished the details with regard to PAN and Bank particulars are requested to compulsorily furnish the same to the Company RTA/ for registration in the folio.
 - ii. Members are requested to intimate the changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to the Company/RTA in case the shares are held in physical form.
- SEBI has made it mandatory for all the Companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. With effect from April 1, 2024 any payments including dividend in respect of shares held in physical mode shall only be made electronically upon registering the required KYC details.

12. DISPATCH OF ANNUAL REPORT IN ELECTRONIC FORM AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT BY E-MAIL:

- i. In accordance with Sections 101 and 136 of the Act read with the Rules framed thereunder and Regulations 34 and 36 of the Listing Regulations read with relevant Circulars, the Annual Report for the financial year 2024-25 (including the Financial Statements, Board's Report, Auditor's report and other documents required to be attached thereto) (the Annual Report 2024-25), and the Notice of the AGM, are being sent in electronic mode to Members and other persons entitled to receive the Notice, whose e-mail address is registered with the Company or the Depositories.

The Member who wishes to obtain a hard copy of the Annual Report can send a request for the same at email ID- Efsl.Shareholders@edelweissfin.com mentioning Folio No./ DP ID and Client ID.

- ii. The Members holding Equity Shares of the Company in Demat Form or Physical Form and who have not yet registered their e-mail address are requested to follow the procedure stated in point No. 13 given below for the purpose of registration.
- iii. A copy of the Annual Report 2024-25 along with the Notice of the AGM and Explanatory Statement is available on the website of the Company at www.edelweissfin.com, BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively and National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

13. PROCEDURE FOR REGISTRATION OF EMAIL IDS WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND FOR E-VOTING ON THE RESOLUTIONS SET OUT IN THIS NOTICE:

- i. In case the shares are held in physical mode, Members are requested to provide Folio No., Name of Member, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN and Aadhar Card by e-mail to the Company at Efsl.Shareholders@edelweissfin.com.
- ii. In case the shares are held in demat mode, please provide DP ID & Client ID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, self-attested scanned copy of client master or copy of Consolidated Account statement, PAN, Aadhar to the respective Depository Participants.
- iii. If you are an Individual Member holding securities in demat mode, you are requested to refer to the login method explained in these notes.
- iv. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

14. PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:

- i. As the AGM is being conducted through VC/OAVM, the Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number (DP ID & Client ID) / Folio No., email id, mobile number at Efsl.Shareholders@edelweissfin.com.
- ii. The Members desirous of getting any information in respect of the contents of the Annual Report are requested to forward the same to the Company Secretary at least 10 days prior to the AGM so that the required information can be made available. The same will be replied by/on behalf of the Company suitably.
- iii. In order to enable smooth conduct of AGM, the Members who would like to express their views during the AGM may register themselves as a Speaker by sending an email to Efsl.Shareholders@edelweissfin.com, mentioning name and Folio No., DP ID/CLIENT ID from Saturday, September 20, 2025 (9.00 A.M.) to Monday, September 22, 2025 (5.00 P.M.).

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

15. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on Tuesday, September 23, 2025 at 9:00 A.M. and ends on Thursday, September 25, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. September 20, 2025, may cast their vote electronically. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

Any person holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes Member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. September 20, 2025, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on 022-48867000. In case of Individual Members holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 20, 2025, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.





How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Members 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 in order to access e-Voting facility.

Login method for Individual Members holding securities in demat mode is given below:

Type of Members	Login Method
Individual Members holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	<ol style="list-style-type: none"> Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.
	<p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

Type of Members	Login Method
	<ol style="list-style-type: none"> 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 are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members (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. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Members 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.com or call at 022 - 4886 7000
Individual Members 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. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 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.

- (iii) A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

- (iv) Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

- (v) Password details for Members other than Individual Members are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in process for those Members whose email ids are not registered.

- (vi) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- (vii) After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
- (viii) Now, you will have to click on “Login” button.
- (ix) After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members

1. Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mumbaibranch@svvslp.com with a copy marked to evoting@nsdl.com. Institutional Members (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Amit Vishal, Deputy Vice President / Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com.

Process for those Members whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode, please provide Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Efsl.Shareholders@edelweissfin.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Efsl.Shareholders@edelweissfin.com. If you are an Individual Members holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual Members holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circulars on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be 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 in the AGM.
3. Members 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.

The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. The Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. The Members are encouraged to join the Meeting through desktop/laptop for better experience.
3. Further, the Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that the Members connecting from Mobile Devices/ Tablets may experience Audio/Video loss due to fluctuation in their network. It is, therefore, recommended to use Stable Wi-Fi/ LAN Connection to mitigate any kind of aforesaid glitches.

SCRUTINIZER'S REPORT AND DECLARATION OF RESULTS:

The Scrutinizer shall after the conclusion of voting at the 30th AGM, submit the report to the Chairman or any person authorized by him after completion of the scrutiny of the votes and the results of voting will be announced after the AGM. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM.

The results will be displayed on the website of the Company at <https://www.edelweissfin.com> and on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of results and will be communicated to BSE Limited and National Stock Exchange of India Limited.

ANNEXURE TO THE NOTICE DATED MAY 14, 2025**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND OTHER APPLICABLE PROVISIONS:****Item No. 4:**

In accordance with Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), as amended from time to time, after evaluating and considering various factors such as industry experience, competency, efficiency in conducting the audit, independence, etc., the Board of Directors of the Company at its Meeting held on May 14, 2025, based on the recommendations of the Audit Committee, appointed M/s. SVVS & Associates Company Secretaries LLP (SVVS), as the Secretarial Auditors of the Company, for a term of 5 consecutive financial years commencing from the financial year 2025-26. In accordance with the provisions of the Listing Regulations, approval of the Members is being sought.

SVVS is a Peer Reviewed firm of practicing Company Secretaries, having rich experience in delivering comprehensive professional services across Corporate laws, SEBI Regulations and FEMA Regulations. Their expertise includes conducting secretarial audits, due diligence audits, compliance audits, etc.

The Company has received a written consent from SVVS and a certificate confirming that they satisfy the criteria as provided under the Listing Regulations. As required under the Listing Regulations, SVVS has confirmed that they hold a valid Peer Review certificate issued by the Institute of Company Secretaries of India.

The remuneration proposed to be paid to SVVS for conducting the Secretarial Audit for the financial year ending March 31, 2026, would be ₹ 2.5 lakhs plus applicable taxes and reimbursement of out-of-pocket expenses as may be incurred by them. In addition to the secretarial audit, the secretarial auditors would also be paid the fees for various permitted services as may be obtained by the Company from time to time, for which the Auditors would be remunerated separately on mutually agreed terms, as may be approved by the Board on the recommendations of the Audit Committee. M/s. BNP & Associates (BNP) were the Secretarial Auditors of the Company before the appointment of SVVS. BNP was paid ₹ 2.5 lakhs plus applicable taxes for conducting the secretarial audit for the financial year ended March 31, 2025. The fees for subsequent financial years shall be on mutually agreed terms, as may be approved by the Board on the recommendations of the Audit Committee.

The Board recommends the Resolution as set out in Item No. 4 of the Notice for the approval of the Members.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, directly or indirectly, concerned or interested, financially or otherwise in the Resolution set out in Item No. 4 of the Notice.

For and on behalf of the Board of Directors
Edelweiss Financial Services Limited

Tarun Khurana
Company Secretary
(Membership No. A12344)

May 14, 2025

Registered Office:

Edelweiss House,
Off C.S.T. Road, Kalina,
Mumbai – 400 098

CIN: L99999MH1995PLC094641

Email: Efsl.Shareholders@edelweissfin.com

Website: www.edelweissfin.com

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE 30th ANNUAL GENERAL MEETING (AGM) PURSUANT TO REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS:

Name	Mr. Rashesh Shah
DIN	00008322
Date of Birth	September 30, 1963
Age	61 years
Date of first Appointment	November 21, 1995
Brief details of experience and nature of expertise in specific functional area	<p>Mr. Shah has more than 35 years of experience in financial services sector. Mr. Shah is one of the Promoters of the Company and associated with the Company since inception. Under his leadership, the Company has grown from a boutique investment bank in 1996 to a diversified financial services company engaged in various businesses in the financial services sector. The Company along with its subsidiaries operates in financial services sector engaged in Alternatives Asset Management, Mutual Fund, Asset Reconstruction, Insurance (both Life and General) and credit.</p> <p>He is a regular commentator on macro-economic policies and has served as President of FICCI, which is India's apex industry association. He has also been a member of several government and regulatory committees including the Insolvency Law Committee on IBC, Executive Committee of the National Stock Exchange as well as the committee to review Insider Trading Regulations set up by SEBI – the country's capital markets regulator.</p>
Qualification	<ul style="list-style-type: none"> • MBA from the Indian Institute of Management (IIM), Ahmedabad • Diploma in International Trade from the Indian Institute of Foreign Trade, New Delhi
Terms and Conditions of Re-appointment	Re-appointed as Director, liable to retire by rotation
Remuneration to be paid	Entitled for payment of Salary, Perquisites and Bonus as approved by the Members at the Annual General Meeting of the Company held on September 3, 2021
Remuneration last drawn (FY 2024-25)	Refer Corporate Governance Report forming a part of the Annual Report
No. of Board Meetings attended during the year ended March 31, 2025	4
Directorship in other Companies (Public Limited Companies)	<ul style="list-style-type: none"> • Edelweiss Asset Management Limited • ECL Finance Limited • Edelweiss Life Insurance Company Limited • Zuno General Insurance Limited • EAAA India Alternatives Limited
Listed entities from which the Director resigned in the past three years	None
Memberships/ Chairmanships of Committees (includes only Audit Committee and Stakeholders Relationship Committee)	None
Relationship between Directors inter-se and Key Managerial Personnel of the Company	Ms. Vidya Shah, a Non-Executive Director of the Company, is the spouse of Mr. Rashesh Shah
No. of shares held in the Company including shareholding as a beneficial owner	<p>Mr. Shah holds 14,56,01,730 Equity Shares of the face value of Re. 1 each of the Company representing 15.39% of the paid-up share capital of the Company.</p> <p>Further, his relatives and entities also holds 8,01,72,357 Equity Shares of the face value of Re. 1 each of the Company, representing 8.48% of the paid-up share capital of the Company.</p>