FINTELLIX INDIA PRIVATE LIMITED

Registered office: 3rd Floor, UB Plaza, No. 1 & 2, Vittal Mallya Road, Mahatma Gandhi Road, Bangalore North, Karnataka-560001
Email Id: subramanya.h@icraanalytics.com; **Website**: https://fintellix.com; **Tel:** +91(80) 40589400,
Corporate Identity Number (CIN): U72200KA2006PTC038764

NOTICE

Notice is hereby given that the Twentieth ("20th") Annual General Meeting ("AGM") of the Members of Fintellix India Private Limited (the "Company") will be held on Wednesday, July 24, 2026, at 2:30 p.m. (IST), through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following business(s). The venue of the meeting shall be deemed to be the registered office of the Company situated at 3rd Floor, UB Plaza, No. 1 & 2, Vittal Mallya Road, Mahatma Gandhi Road, Bangalore North, Karnataka-560001.

ORDINARY BUSINESSES:

1. To receive, consider and adopt the financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Ramnath Krishnan (DIN: 09371341), who retires by rotation, and being eligible, offers himself for reappointment.

3. To appoint Deloitte Haskins & Sells as Statutory Auditor of the Company and to fix their remuneration, and to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactments thereof for the time being in force), as amended from time to time, Deloitte Haskins & Sells, Chartered Accountants (Firm Registration Number 117365W) be and is hereby appointed as a Statutory Auditors of the Fintellix India Private Limited (the "Company"), for a period of 5 (five) years beginning from April 1, 2026 and ending March 31, 2031 and to hold office as such from the conclusion of this 20th Annual General Meeting until the conclusion of 25th Annual General Meeting, on such remuneration as may be mutually decided by the Board of Directors of the Company and the Auditors.

RESOLVED FURTHER that any of the Directors and the Chief Financial Officer of the Company be and are hereby severally authorized to do all acts, deeds, matters, formalities and such other things as may be required under the Companies Act, 2013 and any other law, including filing of relevant forms or documents with the Registrar of Companies and other entities, and as may be considered necessary, expedient, usual or proper to do for carrying out the said resolutions.”

By Order of the Board of Directors
For Fintellix India Private Limited

Sd/-
(Subramanya Hesaraghatta Shyamasunder)
Chief Financial Officer

Date: May 18, 2026
Place: Bengaluru

Registered Office: 3rd Floor, UB Plaza, No. 1 & 2, Vittal Mallya Road
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NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act"), in respect of business proposed under item no. 3 to this Notice, is annexed hereto and forms part of this Notice.

2. The Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the "Act") and the MCA Circulars, the 20th AGM of the Company will be held through VC / OAVM. Hence, Members can attend and participate in the 20th AGM through VC/OAVM. The deemed venue of the AGM shall be the Registered Office of the Company.

3. Pursuant to the MCA Circular, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM, hence the Proxy Form and Attendance Slip are not annexed to this Notice. In pursuance of Sections 112 and 113 of the Act, representatives of the Members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through electronic voting ("E-voting").

4. The relevant details, pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment/re-appointment at the AGM are also annexed hereto and forms part of this Notice as Annexure-A.

5. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the 20th AGM is entitled to appoint a proxy to attend the said meeting and vote on her/his 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 of the AGM are not annexed to this Notice.

6. Corporate Member is hereby requested to submit a duly certified true copy of its Board Resolution or authorization, authorizing its representative(s) to attend and vote on its behalf at the AGM through VC/OAVM. The said resolution or authorization should be sent through its registered email address to subramanya.h@icraanalytics.com.

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

8. Voting mechanism shall be by show of hand unless a poll is demanded at the meeting. In case of voting at the AGM through poll, the Members can convey their vote for a particular resolution by an e-mail to the Company at subramanya.h@icraanalytics.com. The Company shall take all necessary steps to register the email addresses of all Members who have not registered their e-mail addresses with the Company.

9. PROCEDURE FOR INSPECTION OF DOCUMENTS:

a. All the documents referred to in the accompanying Notice and Explanatory Statement, shall be available for inspection through electronic mode basis during office hours on all working days without any fee by the Members from the date of circulation of this Notice up to the date of the AGM and the same shall also be available at the AGM, members seeking to inspect such document(s) can send an email to the Company at subramanya.h@icraanalytics.com.

b. During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act shall be available electronically for inspection by the Members during the AGM and during office hours on all working days from the date of circulation of this Notice up to the date of the AGM.

10. ELECTRONIC DISPATCH OF AGM NOTICE:

In compliance with the MCA Circulars, Notice of the AGM along with other documents for the financial year 2025-26 is being sent only through electronic mode to the Members/invitees whose e-mail address is registered with the Company or the depositories. The Notice calling the AGM has been uploaded on the website of the Company at https://fintellix.com.

11. PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM:

a. Members/invitees will be provided with a facility to attend the AGM through VC/OAVM through a meeting link. The login credentials will be duly sent at the registered email address of the members/invitees separately. It is strongly recommended not to share your login credentials with any other person and to take utmost care to keep the same confidential.

b. Facility of joining the AGM through VC/OAVM shall open 15 (fifteen) minutes before the time scheduled for the AGM and shall be kept open throughout the proceedings of AGM. For convenience of the Members and proper conduct of AGM, Members are requested to join before the time scheduled for the AGM.

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

a. Members who would like to ask questions/express their views on the items of the businesses to be transacted at the AGM can send in their questions/comments in advance to subramanya.h@icraanalytics.com. Questions/queries received by the Company 48 hours before the AGM shall only be considered and responded during the AGM.

b. Members seeking any information with regard to any matter to be placed at the AGM are requested to write to the Company at subramanya.h@icraanalytics.com.

c. Members who need assistance with the use of technology for joining the AGM through VC/OAVM before or during the AGM can contact at: subramanya.h@icraanalytics.com.

Explanatory Statements

(Pursuant to section 102(1) of the Companies Act, 2013)

Item No. 3

M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 117365W) (a peer reviewed firm) was appointed as the Statutory Auditors of Fintellix India Private Limited (the "Company") for the financial year 2025-26, to fill the casual vacancy caused by the resignation of M/s. Chandran & Raman to the members of the Company, to hold office till the conclusion of 20^{th} AGM.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 ("Rules"), the Board of Directors of the Company has recommended appointment of Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 117365W) ("Deloitte") as the Statutory Auditors of the Company, for a term of 5 (five) years to hold office from the conclusion of this AGM until the conclusion of the 25th Annual General Meeting of the Company on such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors, plus out of pocket expenses. The said recommendation is on the basis, inter alia, taking into consideration the qualifications and experience which commensurate with the size and requirements of the Company. Deloitte has consented to act as Statutory Auditor and has confirmed that their appointment, if made, would be within the limits specified under Section 141 (3)(g) of the Act. Deloitte has also confirmed that it is not disqualified to be appointed as Statutory Auditors in terms of the provisions of Sections 139(1), 141(2) and 141 (3) of the Act and the Rules and that Deloitte holds a valid certificate issued by the Peer Review Board of Institute of Chartered Accountant of India (ICAI). The remuneration to be paid to Deloitte shall be mutually agreed upon by the Board of Directors and Deloitte. The Board of Directors recommends the ordinary resolution as set out at item no. 3 of the notice for approval of the members.

None of the Directors of the Company or Key Managerial Personnel or their relatives, in any way are concerned or interested (financially or otherwise) in the resolution set out at item no. 3 of the Notice.

Accordingly, the Board of Directors recommends the said resolution set out in item no. 3 for the Members' approval by way of an Ordinary Resolution.

By Order of the Board of Directors
For Fintellix India Private Limited

Sd/-
(Subramanya Hesaraghatta Shyamasunder)
Chief Financial Officer

Date: May 18, 2026
Place: Bengaluru

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Annexure-A

Details of the Director seeking appointment/re-appointment at the 20th Annual General Meeting of Fintellix India Private Limited pursuant to the Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India.

Profile	 Mr. Ramnath Krishnan is the Managing Director & Group CEO of ICRA Limited. Mr. Krishnan joined ICRA in July 2020 as President of Ratings, and was appointed as Chief Rating Officer in November 2020, a position he held until October 22, 2021. Mr. Krishnan is a senior, experienced banker, with over 33 years of national and international experience in different areas of banking. He held senior positions at HSBC India for 23 years and his last role in HSBC was Country Chief Risk Officer at HSBC Malaysia. Prior to joining ICRA, Mr. Krishnan was the Chief Risk Officer at RBL Bank. Mr. Krishnan holds a Bachelor of Arts in Economics from Loyola College, Chennai, and is a Cost and Works Accountant and a Chartered Accountant.
Name of Director	Mr. Ramnath Krishnan
DIN	09371341
Date of Birth & Age	January 10, 1963, 63 years
Terms and conditions	Non-Executive and Non-Independent Director, liable to retire by rotation
First appointment on the Board	October 17, 2025
Disclosure of relationships between directors inter-se	None
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None

Experience and nature of expertise in specific functional areas	General management, Strategic planning, Business Operations
Qualifications	Bachelor of Arts in Economics from Loyola College, Chennai and Cost & Works Accountant and Chartered Accountant
Remuneration sought to be paid	None
Remuneration last drawn	None
No. of Board Meetings attended during the year	2 (two) during the FY26, post his appointment.
No. of Equity Shares held in the Company including shareholding as a beneficial owner	None
List of Other Companies/bodies corporate (including listed entities) in which Directorships are held along with listed entities from which the person has resigned in the past three years	• ICRA Limited (a listed entity) • ICRA Analytics Limited Disclosure with respect to the resignation is not applicable.
List of Committees of the Board of Directors (across all companies / bodies corporate) in which Chairmanship/Membership is held	Chairman: 1. Corporate Social Responsibility Committee of Fintellix India Private Limited Member: 1. Stakeholders Relationship Committee of ICRA Limited 2. Risk Management Committee of ICRA Limited 3. Corporate Social Responsibility Committee of ICRA Limited 4. Strategy Committee of ICRA Limited