

NOTICE OF THE ELEVENTH (11th) ANNUAL GENERAL MEETING (“AGM”)

NOTICE is hereby given that the Eleventh (11th) AGM of the shareholders of **Indifi Technologies Private Limited (“Company”)** will be held on **Monday, September 07, 2026, at 03:15 P.M. IST** through Video Conferencing (‘VC’)/Other Audio Visual Means (‘OAVM’) facility to transact the following matters:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026, TOGETHER WITH THE BOARD OF DIRECTORS’ & STATUTORY AUDITORS’ REPORT THEREON.**

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

“RESOLVED THAT the Audited financial statements of the Company for the financial year ended March 31st, 2026, and the Reports of the Board of Directors’ and Auditors thereon as circulated to the shareholders, be and are hereby considered and adopted.”

2. **TO APPROVE THE APPOINTMENT OF M/s WALKER CHANDIOK & CO LLP, CHARTERED ACCOUNTANTS, AS THE STATUTORY AUDITORS OF THE COMPANY.**

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

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the Rules made thereunder, as amended from time to time (including any statutory modifications, amendments thereto or re-enactment thereof for the time being in force), and pursuant to the recommendation made by the Risk Management & Audit Committee and the approval of the Board of Directors of the Company, M/s Walker ChandioK & Co LLP (FRN: 001076N / N500013), Chartered Accountants, be and are hereby appointed as the Statutory Auditor of the Company for the period of 5 (Five) Consecutive Financial Years, from the conclusion of the 11th Annual General Meeting to be held in the Financial Year 2026-27 until the conclusion of the 16th Annual General Meeting to be held for the Financial Year 2030-31, on a yearly remuneration of Rs. 37,00,000/- (Rupees Thirty-Seven Lakhs only), and such other terms and conditions as mutually agreed between the Board of directors of the Company and the Auditors.

RESOLVED FURTHER THAT Mr. Alok Mittal, Chairman cum Managing Director, Mr. Sangram Singh, Whole Time Director & CEO, Mr. Srinivas Pramodh Emany, Chief Financial Officer and Ms. Sakshi Goel Singla, Company Secretary of the Company be and are hereby severally authorized to do all such acts and things as may be necessary and expedient to give effect to the above resolution including issuance of certified true copy of the above resolution to all concerned.”

**For and on behalf of
Indifi Technologies Private Limited**

SAKSHI
GOEL
SINGLA
Digitally signed
by SAKSHI GOEL
SINGLA
Date: 2026.08.17
17:22:15 +05'30'

**Sakshi Goel Singla
Company Secretary
Mem No.: F12485**

**Date: 17th August 2026
Place: Gurugram**

NOTES:

1. Ministry of Corporate Affairs (“MCA”) vide its General Circulars Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023, (‘MCA Circulars’) has permitted holding of the annual general meeting (‘AGM’) through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the ‘Act’) and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as ‘e-AGM’.
2. The deemed venue for Eleventh AGM shall be the registered office of the Company at **Plot-19, Ground Floor, Block C, Sewa Tower, Sector-18, Phase-4, Udyog Vihar, Gurugram, Haryana-122015, India.**
3. The relative Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
4. In compliance with the aforesaid MCA circulars, the notice of the AGM is being sent only through electronic mode to members whose email addresses are registered with the Company. Members may note that Notice will also be available on Company’s website.
5. *Pursuant to the provisions of the Act, 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 this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. Institutional/Corporate shareholders are required to send a scanned copy (pdf/jpg format) of its board or governing body’s resolution/authorization, etc., authorizing their representative to attend the e-AGM and vote on its behalf. The said resolution/authorization shall be sent by email through its registered email address to secretarial@indifi.com.
7. The Company has been maintaining all the applicable statutory registers at its registered office at **Plot-19, Ground Floor, Block C, Sewa Tower, Sector-18, Phase-4, Udyog Vihar, Gurugram, Haryana-122015, India.** In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic mode and shall remain open and be accessible to any member during the continuance of the meeting.
8. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
9. The resolutions in the meeting will be passed by show of hands. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. The proceedings of the meeting shall be recorded and shall be kept in the safe custody of the Company. Such a recording shall be made available at the request of the members.
11. The Members may attend the meeting from their mobile phone / desktop / tablet / laptop supporting high speed internet, video camera, speaker and microphone facilities.
12. The facility for joining the meeting through VC/OAVM shall be kept open 15 minutes before the time scheduled to start the meeting.
13. In case of any assistance is required with using the technology before or during the Annual general meeting, in accessing the meeting the members may contact the Secretarial Team at the email address i.e. secretarial@indifi.com.
14. Member may access directly through the browser by clicking on the following link:
Meeting URL-<https://zoom.us/j/4532151729?pwd=RExFOXNRTm5XVlhVSUR0bWxlQWlIU09>
Meeting ID: 453 215 1729
Passcode: 346780