



NOTICE

Notice is hereby given that an Extra – Ordinary General Meeting of the members of **FINBUD FINANCIAL SERVICES LIMITED** will be held on Monday March 16, 2026 at 12:30 p.m. (IST) through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”), to transact the following business:

SPECIAL BUSINESS:

1. REGULARIZATION OF MR. ANKIT GUPTA (DIN: 11439036), AS A NON-EXECUTIVE INDEPENDENT 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, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)] (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) and as recommended by the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Ankit Gupta (DIN: 11439036), who was appointed as an Additional Director (in the capacity of Independent Director) of the Company by the Board of Directors in their meeting held on 19th December, 2025 and in respect of whom the Company has received a Notice in writing proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Independent Director of the Company, for a term of 3 (Three) consecutive years i.e. commencing from 19th December, 2025 to 18th December, 2028.”

RESOLVED FURTHER THAT any director or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things which may be necessary for appointment of Mr. Ankit Gupta (DIN: 11439036) as a Non-Executive Independent Director of the Company.”

2. TO CONSIDER AND APPROVE EXTENSION OF TIMELINE FOR UTILISATION OF IPO PROCEEDS UNDER THE HEADS ‘WORKING CAPITAL’ AND ‘BUSINESS DEVELOPMENT & MARKETING’:

To consider and if thought fit, to pass with or without modification, the following Resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 13, 27 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable rules framed thereunder, Regulation 32 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals, consents, permissions and sanctions as may be necessary from the appropriate authorities (including stock exchange(s)), and subject to such conditions as may be prescribed while granting such approvals, consent of the Members of the Company be and is hereby accorded to extend the timeline for utilisation of the unutilised proceeds of the Initial Public Offer (“IPO”) under the objects stated in the Prospectus dated 28th October, 2025 (“**Prospectus**”), specifically under the heads ‘**Working Capital**’ and ‘**Business Development & Marketing**’, from the original timeline as disclosed in the Prospectus filed by the Company with the Registrar of Companies (“**RoC**”) and the Securities and Exchange Board of India (“**SEBI**”), to an



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CIN # U67190KA2012PLC064767 GST # 29AACCF0339C1Z1

extended timeline up to March 31, 2027 or such other date as may be determined by the Board of Directors.

RESOLVED FURTHER THAT the extension in timeline is necessitated due to limited time being available for complete deployment of funds post the completion of IPO process, and that there is no change in the total amount allocated to the aforesaid objects as disclosed in the Prospectus, save and except the extension of the time period for utilisation under head '**Working Capital**' and '**Business Development & Marketing**'.

RESOLVED FURTHER THAT pending utilisation of the IPO proceeds for the aforesaid objects, the unutilised funds shall continue to be invested/deposited by the Company in scheduled commercial banks or in such other permitted instruments in accordance with applicable laws and as disclosed in the Prospectus.

RESOLVED FURTHER THAT Mr. Parag Agarwal, Whole time director and Mr. Vivekananda Bhandarkar Udaya, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as they may, in their discretion, deem necessary or desirable or expedient to give effect to this resolution, for and on behalf of the Company including but not limited to making applicable filings and disclosures (with RoC, stock exchanges or other applicable authorities)."

**By the Order of Board of Directors
For FINBUD FINANCIAL SERVICES LIMITED
(Formerly known as Finbud Financial Services Private Limited)**

Vivekananda Bhandarkar Udaya



**Vivekananda Bhandarkar Udaya
Company Secretary
Membership No.: 52278
E-mail ID: cs@financebuddha.com
Date : 18th February, 2026
Place : Bangalore**

**Notes:**

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the business under item no. 1 and 2 of the Notice set out above, is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard – 2 on “General Meetings” issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment at this EGM are annexed as Annexure- “A” to this Notice.
3. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming EGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
4. 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 the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) 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 EGM will be provided by CDSL.
5. The Members can join the EGM 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 EGM through VC/OAVM will be made available for 1000 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, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.



7. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e voting.
8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.financebuddha.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively and the EGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com.
9. The Board of Directors of the Company has appointed Mr. Akshay Gupta, Partner of M/s. Anubhuti Akshay & Associates, Company Secretaries, (FRN: P2015RJ043900), as Scrutinizer to scrutinize the e-voting during the EGM and remote e-voting in a fair and transparent manner.
10. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on Friday, 13th March, 2026 at 09: 00 a.m. and ends on Sunday, 15th March, 2026 at 05:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, 9th March, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (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.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) 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 CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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, 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 cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding	<ol style="list-style-type: none"> 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 a Personal Computer or on a mobile. Once the home page of e-Services is



<p>securities in demat mode with NSDL Depository</p>	<p>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.</p> <p>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</p> <p>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</p> <p>4) 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.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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. 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.</p>



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 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 21 09911
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 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.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. Shareholders 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 and voted on an earlier e-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) <ul style="list-style-type: none">Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details 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. <ul style="list-style-type: none">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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the “Finbud Financial Services Limited (formerly known as Finbud Financial Services Private Limited)” on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.



- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.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.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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 mandatory to send the relevant Board Resolution/ Authority letter etc. 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; cs@financebuddha.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for 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 EGM.
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 who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@financebuddha.com. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@financebuddha.com. These queries will be replied to by the company suitably by email.
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 EGM 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 EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. 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 Aadhar Card) by email to RTA email id/ Company at admin@skylinerta.com or cs@financebuddha.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **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 EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.



**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the
Special Business**

Item No. 1

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Ankit Gupta (DIN: 11439036) as an Additional Director (Non-Executive Independent Director) of the Company with effect from 19th December, 2025, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

In terms of Section 161(1) of the Companies Act, 2013, Mr. Ankit Gupta holds office up to the date of the ensuing Extraordinary General Meeting and is eligible for appointment as an Independent Director.

The Company has received from Mr. Ankit Gupta (DIN: 11439036) requisite consent/declarations for appointment of Mr. Ankit Gupta (DIN: 11439036) as an Independent Director as required under the provisions of section 164, 149 (6), 149 (7), and other applicable provisions of the Companies Act, 2013 read rules made thereunder and under SEBI Listing Regulations and in the opinion of the board he is independent of the management of the Company.

The Company has received a notice in writing signifying his intention to propose the candidature of Mr. Ankit Gupta (DIN: 11439036) as an Independent Director, to be appointed under the provisions of Section 149 of the Act and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Accordingly, pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 read with Schedule IV thereto and the applicable provisions of the SEBI Listing Regulations, approval of the Members is sought for appointment of Mr. Ankit Gupta as a Non-Executive Independent Director of the Company for a term of three consecutive years commencing from 19th December, 2025 to 18th December, 2028.

Brief profile is as mentioned below:

Ankit Gupta is a seasoned Chartered Accountant with more than 13 years of post-qualification professional experience in the fields of taxation, accounting, statutory and internal audits, regulatory compliances, and advisory services. He has been in continuous professional practice since the year 2012 and is presently a Partner at M/s Jhakar & Company, a Category-I Chartered Accountancy firm duly Peer Reviewed by the Institute of Chartered Accountants of India (ICAI). His professional approach is marked by strong technical expertise, regulatory precision, and practical exposure across diverse industries and client profiles, including subsidiaries of listed companies, banking institutions, and MSMEs.

Copy of the draft letter of appointment of Mr. Ankit Gupta (DIN: 11439036) setting out terms and conditions of appointment is available for inspection by the Members between 3:00 p.m. to 5:00 p.m., on all working days up to the date of the Meeting.

None of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the resolution set out at item No. 1 of the Notice.

The Board recommends the Ordinary Resolution as set out at item no. 1 for approval by the Members.



Item No. 2

The Company had raised funds through an Initial Public Offer (“IPO”) pursuant to the Prospectus dated 28th October, 2025 filed with the Registrar of Companies (“ROC”) and the Securities and Exchange Board of India (“SEBI”). The IPO proceeds were proposed to be utilized for the objects as set out in the Prospectus, inter alia, including:

- Working Capital Requirements;
- Investment in Wholly Owned Subsidiary i.e. LTCV Credit Private Limited;
- Funding for Business Development and Marketing Activities;
- Prepayment or repayment of certain outstanding borrowings; and
- General Corporate Purposes.

As on 31st December 2025, a portion of the IPO proceeds remains unutilized.

The Company has been reviewing the implementation schedule of the aforesaid objects. Due to limited time period being available post completion of the IPO process, the utilization of funds under the heads ‘**Working Capital**’ and ‘**Business Development & Marketing**’ could not be completed within the originally envisaged timeline as disclosed in the Prospectus.

Accordingly, the Board of Directors of the Company, at its meeting held on 18th February, 2026, subject to the approval of the Members, approved the proposal for extension of the timeline for utilization of the unutilized IPO proceeds under the aforesaid objects up to March 31, 2027 or such other date as may be determined by the Board.

It is further hereby noted that There is no change in the objects of the issue as stated in the Prospectus, not a variation in the amount allocated to any of the objects of the IPO. The proposal is limited strictly to the extension of the timeline for utilization of the unutilized proceeds.

In terms of Sections 13 and 27 of the Companies Act, 2013 read with the applicable Rules made thereunder and Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members by way of a Special Resolution is required for such extension.

Pending utilization, the unutilized IPO proceeds have been and shall continue to be invested only in scheduled commercial banks or in such other permitted instruments in accordance with applicable laws and the disclosures made in the Prospectus.

The Board believes that the proposed extension of timeline is in the best interests of the Company and its shareholders as it will enable optimal and prudent utilization of the IPO proceeds in alignment with the Company’s operational requirements and business strategy.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.



FINANCE BUDDHA

FINBUD FINANCIAL SERVICES LIMITED

#10, 1st Floor, 9th Cross, 6th main, Jeevan Bheema Nagar, HAL 3rd Stage, Bangalore - 560 075
+91-080-40904156 www.financebuddha.com Email: info@financebuddha.com
CIN # U67190KA2012PLC064767 GST # 29AACCF0339C1Z1

The Board recommends the Special Resolution set out at Item No. 2 of the Notice for approval of the Members.

**By the Order of Board of Directors
For FINBUD FINANCIAL SERVICES LIMITED
(Formerly known as Finbud Financial Services Private Limited)**

Vivekananda Bhandarkar



**Vivekananda Bhandarkar Udaya
Company Secretary
Membership No.: 52278
E-mail ID: cs@financebuddha.com
Date : 18th February, 2026
Place : Bangalore**



Annexure - "A"

Disclosure relating to Directors pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings;

Name of director	Mr. Ankit Gupta (DIN: 11439036)
Age	35+ Years
Qualification	Chartered Accountant
Experience	13+ years of post-qualification professional experience in the fields of taxation, accounting, statutory and internal audits, regulatory compliances, and advisory services. He has been in continuous professional practice since the year 2012 and is presently a Partner at M/s Jhakar & Company, a Category-I Chartered Accountancy firm duly Peer Reviewed by the Institute of Chartered Accountants of India (ICAI). His professional approach is marked by strong technical expertise, regulatory precision, and practical exposure across diverse industries and client profiles, including subsidiaries of listed companies, banking institutions, and MSMEs.
Terms and Conditions	As per explanatory statement
Remuneration sought to be paid	As per explanatory statement
Date of appointment on Board	19 th December, 2025
Shareholding in the Company	-
Relationship with other Director, Manager and other KMP	None
Other Directorship details (excluding foreign companies and section 8 companies).	-
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years.	-
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As per explanatory statement