NOTICE

Notice is hereby given that the 2nd (Second) Extra-ordinary General Meeting (2/2026-27) for the financial year 2026-27 of the Members of ASK Financial Holdings Private Limited (**'the Company'**) will be held at a shorter notice on Monday, November 16, 2026 at 05:00 p.m. at the Registered Office of the Company at Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai 400 030, to transact the following business:

SPECIAL BUSINESS

1. TO CONSIDER AND APPROVE THE ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the rules made thereunder, and subject to such other approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to alter the Articles of Association of the Company by:

a) inserting the following definition under the definition clause:

"Lender Nominee Director" *means the director appointed by the Board in accordance with Article 3.2.6.;*

b) inserting new articles 3.2.6 and 3.2.7 as under:

3.2.6 :- *The Board shall appoint the person nominated by the debenture trustee(s) in terms of clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 , as may be amended from time to time, as a Lender Nominee Director of the Company, and such appointment shall be made in accordance with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and other Applicable Law, as amended from time to time.*

3.2.7: - *A Lender Nominee Director may be replaced by another Lender Nominee Director at any time by the person or persons, in whom, for the time being, is vested the power under which he was appointed. The Lender Nominee Director appointed pursuant to aforesaid clause 3.2.6. shall not be liable to retire by rotation nor required to hold any qualification shares. The cessation of office of a Lender Nominee Director so appointed, may be made consequential to the remediation of defaults as contained in the aforesaid applicable law.*

RESOLVED FURTHER THAT any Directors or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute and file all necessary e-forms, returns, applications and other documents with the Registrar of Companies and/or any other regulatory or statutory authority, as may be necessary, desirable or expedient for giving effect to this resolution."

By order of the Board
For ASK Financial Holdings Private Limited

Sd/-
Prachi Sonaghela
Company Secretary
Membership No: A58983

Place: Mumbai
Date: November 03, 2026

Registered Office:
Birla Aurora, 16 Level, Office Floor 9,
Dr. Annie Besant Road, Worli, Mumbai - 400 030.

NOTES

1. Corporate Member intending to send their authorized representatives to attend the Extra- ordinary General Meeting (EGM) are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the EGM.

2. The attendance slip for the members is annexed hereto this notice. Members should bring the attendance slips duly filled in at the meeting to avoid any inconvenience.

3. The explanatory statement pursuant to section 102 (1) of the Companies Act, 2013 in respect of Special Business is annexed hereto.

4. All the documents referred to in this notice and as required under the Act read with rules framed thereunder shall be placed at the meeting for inspection by members (including their authorized representatives) and shall also be available for inspection at the registered office of the Company during the business hours.

5. Pursuant to section 105 of the Companies Act, 2013, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll on his/her behalf and the proxy need not be a member of the Company. The Proxy Form annexed hereto this notice, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting.

6. The members can pose the questions during the course of the meeting. The queries can also be given in advance to cosec@askgroup.in to enable the Company to provide the required information.

7. For the convenience of the members the route map of the venue of the meeting is enclosed to this notice.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT 2013:

Item No. 1

Pursuant to Regulation 23(6) of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **("SEBI NCS Regulations"),** the Articles of Association of the Company are required to contain provisions relating to the appointment of a Nominee Director nominated by the Debenture Trustee in accordance with Regulation 15(1)(e) of the SEBI (Debenture Trustees) Regulations, 1993.

In order to ensure compliance with the aforesaid regulatory requirement, it is proposed to alter the Articles of Association of the Company by:

(a)inserting the following definition under definition clause:

"Lender Nominee Director" *means the director appointed by the Board in accordance with Article 3.2.6.*;

(b)inserting New Articles 3.2.6 and 3.2.7 as under –

3.2.6 :- *The Board shall appoint the person nominated by the debenture trustee(s) in terms of clause (e) of sub regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 , as may be amended from time to time, as a Lender* Nominee *Director of the Company, and such appointment shall be made in accordance with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and other Applicable Law, as amended from time to time.*

3.2.7: - *A Lender Nominee Director may be replaced by another Lender Nominee Director at any time by the person or persons, in whom, for the time being, is vested the power under which he was appointed. The Lender Nominee Director appointed pursuant to aforesaid clause 3.2.6. shall not be liable to retire by rotation nor required to hold any qualification shares. The cessation of office of a Lender Nominee Director so appointed, may be made consequential to the remediation of defaults as contained in the aforesaid applicable law.*

The Board of Directors of the Company at its meeting held on November 3, 2026, approved the proposed alterations to the Articles of Association of the Company. Pursuant to Section 14 of the Companies Act, 2013, such alterations are subject to the approval of the Members by way of a Special Resolution.

A Copy of the AOA of the Company together with the proposed alteration is available to the Members for inspection without any fee during the business hours from Monday to Friday from the date of circulation of this Notice up to the date of this Meeting. Members seeking to inspect such documents can send an email at cosec@askgroup.in

Accordingly, the Board of Directors recommends the Special Resolution as set out at in Item No.1 of the accompanying notice for approval of the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution as set out at Item No. 1 except to the extent of their shareholding in the Company, if any.

By order of the Board
For ASK Financial Holdings Private Limited

Sd/-
Prachi Sonaghela
Company Secretary
Membership No: A58983

Place: Mumbai
Date: November 03, 2026

Registered Office:
Birla Aurora, 16 Level, Office Floor 9,
Dr. Annie Besant Road, Worli, Mumbai - 400 030.

ATTENDANCE SLIP

2nd EXTRA- ORDINARY GENERAL MEETING (02/2026-27) OF THE COMPANY ON _____

Registered Folio/ DP ID & Client ID	
Name and address of the shareholder(s)	
No. of Shares held	

I/We hereby record my/our presence at the 2nd Extra-Ordinary General Meeting (2/2026-27) of the Members of the Company held on Monday, November 16, 2026 at 05: 00 p.m. at a shorter notice at the Registered Office of the Company at Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai- 400 030.

. . . . . .
Member's Folio No./DP ID & Client ID

. . . . . .
Member's name (in Block Letters)

Member's Signature

Note:

1. Please fill in the Folio No./DP ID & Client ID, Name and sign this Attendance Slip and hand it over at the Attendance Verification Counter at the **ENTRANCE OF THE MEETING HALL**

Note: PLEASE BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING HALL

Form No. MGT-11
Proxy form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U74999MH2010PTC199927
Name of the Company: ASK Financial Holdings Private Limited
Registered office: Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai - 400030.

Name of the member (s) :
Registered address :
E-mail Id:
Folio No/ Client Id :
DP ID :

I/We, being the member (s) of ..... shares of the above named company, hereby appoint

1. Name:
   Address :
   E-mail Id :
   Signature: …….. or failing him

2. Name:
   Address :
   E-mail Id :
   Signature: …….. or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2nd Extra- ordinary General Meeting (2/2026-27) of the company, to be held on Monday, November 16, 2026, at 05:00 p.m. at a shorter notice at the Registered Office of the Company at Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai - 400030 and at any adjournment thereof in respect of such resolutions as are indicated below:
Resolution No.

1. To consider and approve the alteration of the Articles of Association of the Company

Signed this …… day of …….. 2026.

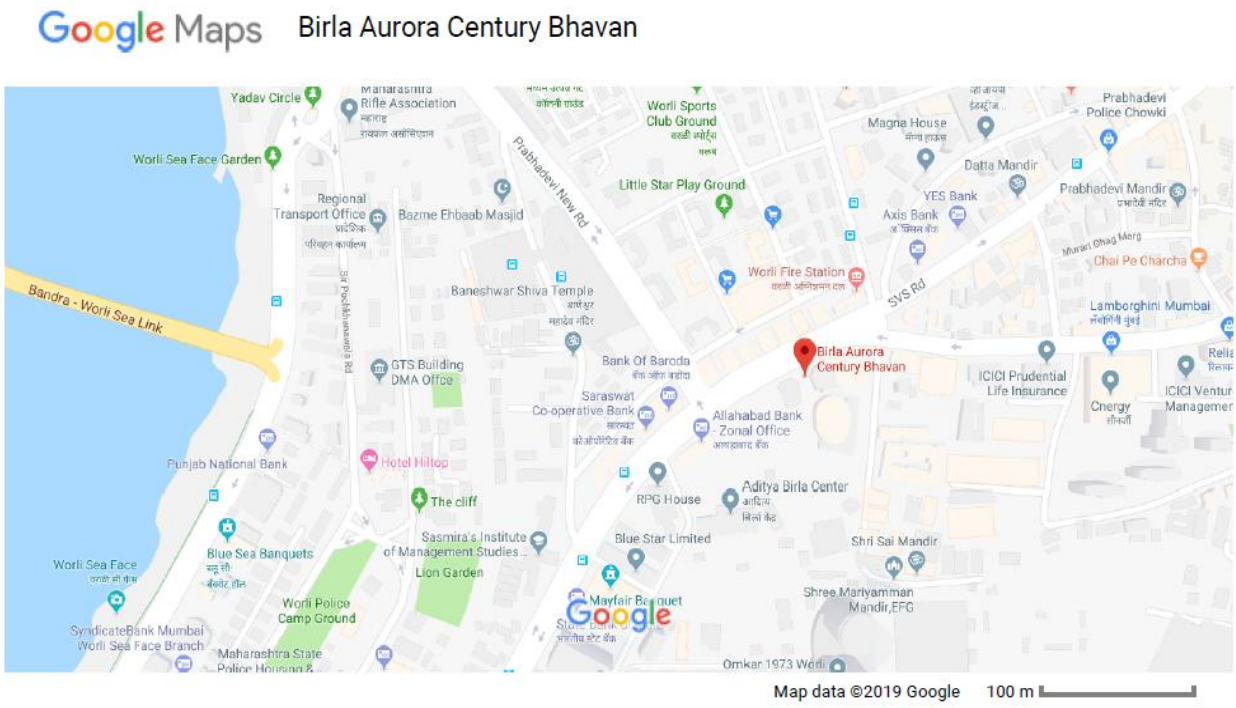
Affix Revenue Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ROUTE MAP


Google Maps
Birla Aurora Century Bhavan
Yadav Circle
Maharashtra Rifle Association
Worli Sports Club Ground
Magna House
Prabhadevi Police Chowki
Worli Sea Face Garden
Regional Transport Office
Bazme Ehbaab Masjid
Prabhadevi New Rd
Little Star Play Ground
Datta Mandir
YES Bank
Axis Bank
Prabhadevi Mandir
Mumbai Dhaka Marg
Chai Pe Charcha
Worli Fire Station
SVS Rd
Bandra - Worli Sea Link
Baneshwar Shiva Temple
Lamborghini Mumbai
GTS Building DMA Office
Bank Of Baroda
Birla Aurora Century Bhavan
ICICI Prudential Life Insurance
Cnergy
Saraswat Co-operative Bank
Allahabad Bank - Zonal Office
Punjab National Bank
Hotel Hilltop
The cliff
RPG House
Aditya Birla Center
Blue Star Limited
Shri Sai Mandir
Worli Sea Face
Blue Sea Banquets
Sasmira's Institute of Management Studies
Lion Garden
Shree Mariyamman Mandir,EFG
Worli Police Camp Ground
Mayfair Banquet
Google
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Maharashtra State Police Housing &
Omkar 1973 Worli
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