

NOTICE

Notice is hereby given that the 21st Annual General Meeting ('AGM') of the Members of ASK Investment Managers Limited ('the Company') will be held on Wednesday, September 17, 2025 at 3.30 p.m. through video conferencing ('VC') to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt:

- a. The Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon.
- b. The Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mr Prateek Roongta (DIN: 00622797), who retires by rotation, and being eligible, offers himself for re-appointment.

3. To appoint a Director in place of Mr Amit Dixit (DIN: 01798942), who retires by rotation, and being eligible, offers himself for re-appointment.

4. To re-appoint M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No. 301003E/E300005) as the Statutory Auditors of the Company.

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 Section 139, 141 and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), and such other applicable provisions, if any, and based on the recommendation of the Audit Committee and Board of Directors, M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, Mumbai, (FRN: 301003E/E300005), be and are hereby re-appointed as the Statutory Auditors of the Company for a second term of 5 years commencing from the conclusion of the 21st Annual General Meeting until the conclusion of 26th Annual General Meeting of the Company, on such remuneration (exclusive of applicable taxes and reimbursement of out of

pocket expenses) as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary for the purpose of giving effect to this resolution."

SPECIAL BUSINESS

5. To regularise the appointment of Mr Ravindra Pandey (DIN: 07188637) as the Non-Executive Independent Director of the Company.

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 Section 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 (**the 'Act'**) read with Schedule IV to the Act, (including any statutory amendment(s), modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, and in accordance with the Memorandum of Association and Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors by way of resolution passed through circulation dated 28th March, 2025, Mr Ravindra Pandey (DIN: 07188637) who was appointed as an Additional Director in the capacity of Non-Executive Independent Director, who meets the criteria of independence as provided under section 149(6) of the Act, who is eligible for appointment, and in respect of whom, the Company has received a notice under Section 160 of the Act, proposing his candidature for the office of the Director, be and is hereby appointed as the Non-Executive Independent Director of the Company to hold office for a term of five (5) consecutive years with effect from April 01, 2025 upto March 31, 2030 and who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions, if any, of the Act, read with applicable rules, made thereunder (including any statutory amendment(s), modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), Mr Ravindra Pandey (DIN: 07188637), be paid

such fees and remuneration and the profit-related Commission as the Nomination and Remuneration Committee and/or the Board of Directors may approve from time to time which shall however be subject to the limits prescribed in the Act.

RESOLVED FURTHER THAT Mr Sameer Koticha (DIN: 00075145), Chairman, Mr Sunil Rohokale (DIN: 01896946), CEO & Managing Director, Mr Prateek Jain, Chief Financial Officer, Ms Poonam Tanwani, Company Secretary and/or Mr Amit Gupta, Compliance Officer ("Authorised Persons") of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary for the purpose of giving effect to this resolution including making the necessary submissions and filing necessary forms with the Registrar of Companies, Maharashtra at Mumbai or any other regulatory body."

6. To approve giving loan to the Company's subsidiary(ies) or group company(ies) as specified under section 185 of the Companies Act, 2013

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 185, and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), and pursuant to

the recommendation of the Board of Directors, the consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) for giving loan(s) in one or more tranches to the below mentioned subsidiary/group companies (collectively referred to as the "Entities"), in which the directors of the Company are interested up to a sum not exceeding ₹ 125 Crores, in one or more tranches, at any point in time, in its absolute discretion deem beneficial and in the best interest of the Company."

Sr. No.	Name of borrower/ subsidiary entity	Amount of loan (upto ₹ In Crores)
1	ASK Property Investment Advisors Private Limited	70
2	ASK Long-Short Fund Managers Private Limited	30
3	ASK Alternatives Managers Private Limited	25
Total		125

RESOLVED FURTHER THAT the Board of Directors of the Company or committee be and is hereby authorised to finalise, agree the terms and conditions of the aforesaid loan and to do all such acts, deeds and things as may be necessary and incidental including signing and/or execution of any deeds/documents/undertakings/agreements/papers/writings for giving effect to this Resolution."

By order of the Board

For ASK Investment Managers Limited

Poonam Tanwani

Company Secretary

(ICSI Membership No. ACS 19182)

Place: Mumbai

Date: August 6, 2025

Registered Office:

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

Notes:

1. Pursuant to the Ministry of Corporate Affairs ("MCA") General Circular No. 09/2024 dated September 19, 2024, read with Circular Nos. 09/2023 dated September 25, 2023, 10/2022 dated December 28, 2022, 2/2022 dated May 05, 2022, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021 and 21/2021 dated December 14, 2021 (collectively referred to as '**MCA Circulars**'), companies are allowed to hold the AGM through VC, without the physical presence of the Members at a common venue.

Hence, in compliance with the MCA Circulars and the provisions of the Companies Act, 2013 ("**Act**"), the said 21st Annual General Meeting ('AGM') of the Company is being conducted through VC without the physical presence of the Members and shall be deemed to take place at the Registered Office of the Company situated at Birla Aurora, 16 Level, Office Floor 9, Dr. Annie Besant Road, Worli, Mumbai - 400 030.
2. Pursuant to the provisions of Section 105 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 through VC, physical attendance of the Members has been dispensed with. Accordingly, in terms of the MCA Circulars, 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 are not annexed to this Notice.
3. In case if the member is a Body Corporate/ Institution, then they are requested to send scanned copy (PDF/JPG format) of resolution/authorisation from its board or governing body, authorising its representative(s) to attend the AGM through VC on its behalf. The said resolution/authorisation shall be emailed, through its registered email address to Ms Poonam Tanwani, Company Secretary at cosec@askgroup.in.
4. Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. In line with the MCA Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://content.askfinancials.com/uploads/ASKIM_AGM_Notice_2025.pdf. AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
6. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and the Register of Contract or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e., September 17, 2025. Members seeking to inspect such documents can send an email to cosec@askgroup.in.
7. Requisite details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting are given in the Annexure to the Notice. The Directors have furnished the necessary disclosures / consents pertaining to their appointment / re-appointment pursuant to the requirements of Secretarial Standard on General Meeting ("SS-2").
8. The Statement pursuant to the provisions of Section 102 of the Act in respect of the special business is annexed herewith and forms part of the Notice.
9. In compliance with the MCA Circulars, the Notice of the AGM along with the Annual Report for the Financial Year 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. If your e-mail address is not registered with the Company, please follow the process provided in the Notes appended below to receive e-voting details including login ID and password. The communication of the assent or dissent of the Members on the proposed resolutions would only take place through the e-voting system.
10. Members holding shares in dematerialised form are requested to update with their respective Depository Participant, their e-mail ids and mobile number.
11. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose name is recorded in the Register of Members/Register of Beneficial Owners as on August 19, 2025 and whose email addresses are registered with the Company / Registrar and Share Transfer Agent ("RTA") or with the respective Depository Participant(s) for communication purposes, unless any member has requested for a hard copy of the same.

12. As per MCA Circulars, the Company has issued public notice by way of an advertisement pre-dispatch of AGM Notice by stating all the required information with respect to the AGM. Further, after this notice being dispatched, the Company will again make newspaper advertisement.
13. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e., September 10, 2025

In the case of joint holders, the member whose name appears as the first holder in the order of their names as per the Register of Members of the Company will be entitled to cast vote at the AGM.

14. The Members can join the AGM in the VC 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 AGM through VC will be made available to at least 1,000 members on a 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 AGM without restrictions on account of first come first served basis.
15. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 21st AGM. Detailed procedure for e-Voting and participation in the AGM through VC are given in the Annexure to the Notice. The detailed procedure for participation in the meeting through VC is also available at the Company's website at https://content.askfinancials.com/uploads/Detailed_Procedure_for_participation_in_the_AGM_through_VC.pdf.

For this purpose, the Company has entered into an agreement with National Securities Depository Limited for facilitating voting through electronic means, as the authorised 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 AGM will be provided by National Securities Depository Limited .

16. The Board of Directors have appointed Ms Sandhya Rohit Malhotra, Partner of M/s. Manish Ghia & Associates (Membership No. FCS 6715), Practicing Company Secretaries as the Scrutiniser to scrutinise the voting during the AGM in a fair and transparent manner.
17. The Scrutiniser shall immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting through e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 3 days of the conclusion of the AGM, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
18. The results declared along with the Scrutiniser's Report shall be immediately placed on the Company's website <https://www.askfinancials.com/ask-investment-managers/disclosures>. The result will also be posted on the Notice Board of the Company at the Registered Office.
19. Members who would like to ask any questions on the financial statements are requested to send their queries through email on cossec@askgroup.in latest by September 8, 2025 to enable the Company to answer their queries satisfactorily.
20. For any further correspondence or Members who need technical assistance relating to attending the AGM through VC, can reach Ms Poonam Tanwani, Company Secretary at cossec@askgroup.in.

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

The remote e-voting period begins on September 12, 2025 at 9:00 A.M. and ends on September 16, 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 record date (cut-off date) i.e., September 10, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 10, 2025.

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 shareholders holding securities in demat mode

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- 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 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. - 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 held 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.

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

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- 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 use your existing my easi username & password. - 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 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 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 Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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

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

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

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

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL)	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*****.

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) 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.
- c) How to retrieve your 'initial password'?
 - (i) 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. The pdf file contains your 'User ID' and your 'initial password'.

3. 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.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) 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.
 - b) If you are still unable to get the password by aforesaid option, you can send a request at evoting@nsdl.com mentioning your demat account number, your PAN, your name and your registered address etc.
 - c) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

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

8. Now, you will have to click on "Login" button.
9. 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 i.e. 135469 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 shareholders

1. Institutional shareholders (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 authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to scrutinizer@mgconsulting.in with a copy marked to evoting@nsdl.com. Institutional shareholders (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?" 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 Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

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

1. 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 cosec@askgroup.in. If you are an Individual shareholders 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 shareholders holding securities in demat mode.
2. 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.
3. In terms of SEBI circular dated December 09, 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 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 REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: (Contd.)

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 EGM/AGM.
4. 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. Member 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 : 135469 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. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further 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 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.

5. Shareholders who would like to express their views/ have questions may send their questions latest by September 8, 2025 mentioning their name, demat account number, email id, mobile number at cosec@askgroup.in. The same will be replied by the Company suitably.
6. 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 cosec@askgroup.in, mentioning name and DP ID/CLIENT ID latest by September 8, 2025.

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

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

Item No. 5

In pursuance to the provisions of Section 149, 150, 152, 161, and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with applicable rules made there under, Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, by way of the resolution passed through circulation dated March 28, 2025 appointed Mr Ravindra Pandey (DIN: 07188637), as an Additional Non-Executive Independent Director of the Company with effect from April 01, 2025 to hold office up to the date of the ensuing Annual General Meeting.

In terms of Section 161 of the Act, Mr Ravindra Pandey (DIN: 07188637), holds office upto the date of the Annual General Meeting but is eligible for appointment as a Director.

A notice under Section 160 of the Act has been received from Mr Sameer Koticha, Chairman & Non-Executive Director, proposing the candidature of Mr Ravindra Pandey (DIN: 07188637) for the office of the Director of the Company.

Accordingly, the Board recommends the Ordinary Resolution as set out at Item no. 5 of the accompanying Notice in relation to the regularisation of appointment of above-named Director of the Company for approval of the members.

A Note in terms of Clause 1.2.5 of Secretarial Standards on general meetings (SS-2) issued by the Institute of

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

Company Secretaries of India, in relation to the details of above-mentioned Director is duly enclosed herewith.

Except Mr Ravindra Pandey, none of the Directors or Key Managerial Personnels (KMPs) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item no. 5 of the accompanying Notice. Mr Ravindra Pandey is not related to any other Directors or Key Managerial Personnels (KMPs) of the Company.

A copy of the draft Letter of Appointment for Independent Directors, setting out the terms and conditions of appointment of Independent Directors is available for inspection on the website of the Company at https://content.askfinancials.com/uploads/ASKIM_AGM_Notice_2025.pdf.

Item No. 6

The Company may be required to provide financial support to the subsidiaries/group companies to meet their business requirements from time to time.

Accordingly, the Board of Directors seek consent of the Members by way of a Special Resolution pursuant to

Section 185 of the Act (as amended by the Companies (Amendment) Act, 2017) for making loan(s) or providing financial assistance to the below mentioned subsidiary/group companies from time to time:

Sr. No.	Name of borrower (subsidiary/group entity)	Amount of loan (upto ₹ In Crores)
1	ASK Property Investment Advisors Private Limited	70
2	ASK Long-Short Fund Managers Private Limited	30
3	ASK Alternatives Managers Private Limited	25
Total		125

The Board recommends the Special resolution as set out at item no. 6 of the accompanying Notice for approval of the members.

Except Mr Sameer Koticha, Mr Sunil Rohokale and Mr Prateek Roongta, none of the Directors or Key Managerial Personnels (KMPs) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item no. 6 of the accompanying Notice.

By order of the Board

For ASK Investment Managers Limited

Poonam Tanwani

Company Secretary

(ICSI Membership No. ACS 19182)

Place: Mumbai

Date: August 6, 2025

Registered Office:

Birla Aurora, 16 Level,

Office Floor 9, Dr. Annie Besant Road,

Worli, Mumbai - 400 030.

NOTES TO THE EXPLANATORY STATEMENT IN TERMS OF CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

1. Details pursuant to SS-2 issued by Institute of Company Secretaries of India (ICSI) for appointment of Mr Ravindra Pandey (DIN: 07188637) as per item no. 5 are stated herewith:

Name	Mr Ravindra Pandey
DIN	07188637
Date of Birth (Age)	June 03, 1962 63 years
Nationality	Indian
Date of Appointment as Director	April 01, 2025
Designation	Additional Independent Director
Qualifications	1. M.Sc. from University of Allahabad 2. Certified Associate of the Indian Institute of Bankers (CAIIB) from Indian Institute of Bankers
Experience/ Expertise	Mr Ravindra Pandey is a senior banker; superannuated as Dy. Managing Director of State Bank of India (SBI) after a stellar career spanning 37 years with SBI; with proven track record in top leadership roles in domestic and international assignments. He has in-depth knowledge and skill in shaping, nurturing and leading a strong organisation. He is also a digital strategist, led adoption of emerging, disruptive and innovative processes/technologies to enable business transformation. Mr Pandey has served on the Board of large and highly reputed organisations. At present, he is on the Board of large and diverse listed /unlisted companies including Manufacturing, NBFCs, and Hospitality sectors. He is providing valuable strategic guidance in the areas of Business Strategy, Risk Management, Digital Transformation, Audit & Compliance, ESG culture etc. and sets the highest standards of Corporate Governance in these companies.
Terms and Conditions of Appointment	As per the appointment letter
Remuneration sought to be drawn	Nil
Remuneration last drawn	Nil
Justification for choosing the appointees for appointment as Independent Director	The Nomination and Remuneration Committee has evaluated the criteria for appointment and recommended the appointee based on his professional expertise, independence, and commitment to corporate governance. This ensures that the selected Independent Director will add significant value to the board and support the Company's strategic goals.
Number of Meetings of the Board attended during the year	0 (As appointed w.e.f. April 01, 2025)
Shareholding in the Company	Nil
List of Other Directorships	1. SIS Cash Services Limited 2. Welspun Specialty Solutions Limited 3. Welspun Corp Limited 4. PayU Finance India Private Limited 5. Jamipol Limited 6. Dreamfolks Services Limited 7. Pay10 Services Private Limited 8. Trillionloans Fintech Private Limited 9. NSDL Database Management Limited
List of Chairmanship or membership of various Committees in other companies	As mentioned below
Relationship with other Directors of the Company	None

NOTES TO THE EXPLANATORY STATEMENT IN TERMS OF CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (Contd.)

Committee details:

Sr. No.	Name of the Company	Name of the Committee	Chairman / Member
1.	Dreamfolks Services Limited	Audit Committee	Chairman
2.	Welspun Corp Limited	Audit Committee	Member
		Stakeholders Relationship Committee	Member
		Risk Management Committee	Member
		Nomination and Remuneration Committee	Member
3.	Jamipol Limited	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
4.	NSDL DataBase Management Ltd.	Audit Committee	Member
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility/ Environmental Social and Governance	Member
		IT Strategy & Security Committee	Chairman
5.	SIS Cash Services Ltd	Stakeholders Relationship Committee	Chairman
		Nomination and Remuneration Committee	Chairman
6.	PayU Finance India Private Limited	Audit Committee	Member
		Risk Management Committee	Member
		Nomination and Remuneration Committee	Member
		IT Strategy & Security Committee	Chairman
7.	Trillionloans Fintech Private Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Member
		IT Strategy & Security Committee	Member

2. Annexures to Item 2 and 3:

Information about the Appointees

Sr. no.	Particulars	Mr Prateek Roongta (DIN: 00622797)	Mr Amit Dixit (DIN: 01798942)
1	Date of Birth (Age)	May 28, 1977 48 years	January 26, 1973 52 years
2	Qualifications	- Bachelor of commerce, University of Delhi - Chartered Accountant (CA) from Institute of Chartered Accountants of India (ICAI) - Company Secretary (CS) from Institute of Company Secretaries of India (ICSI) - MBA from IIM, Ahmedabad	- MBA Degree from Harvard Business School - MS in Engineering from Stanford University - B.Tech. from Indian Institute of Technology Mumbai

NOTES TO THE EXPLANATORY STATEMENT IN TERMS OF CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (Contd.)

Sr. no.	Particulars	Mr Prateek Roongta (DIN: 00622797)	Mr Amit Dixit (DIN: 01798942)
3	Experience	Mr Prateek Roongta is a Managing Director at Blackstone Advisors India Private Limited. He is responsible for providing strategic direction and leadership to Blackstone portfolio companies in India. Mr Roongta has more than 20 years' experience in advising financial institutions on topics of strategy, operations and digital transformation. Prior to joining Blackstone, he was MD and Partner at Boston Consulting Group and has previously worked at True North Managers LLP and Kearney. Currently, he is a Director on the Board of Fino Payments Bank Limited, Fino Paytech Limited, Aadhar Housing Finance Limited and International Gemological Institute.	Mr Amit Dixit is Head of Asia for Blackstone Private Equity. Since joining Blackstone in 2007, Mr Dixit has been based in Mumbai and led various investments in South Asia and global technology-enabled services. He currently serves as a Director of Mphasis, TaskUs, Aadhar Affordable Housing Finance, Essel Propack, ASK Investment Managers Limited, VFS Global AG and Blackstone India. Mr Dixit was previously a Director of Intelenet Global Services, Trans Maldivian Airways, PGP Glass Private Limited, Jagran Media, Midday Infomedia Ltd., Igarashi Motors India, S.H. Kelkar Fragrances, Emcure Pharmaceuticals, IBS Software, Aakash Educational Services Limited and Sona Comstar.
4	Terms & Conditions of appointment	Re-appointment as Director of the Company, liable to retire by rotation to comply with the provisions of Section 152 of the Companies Act, 2013	Re-appointment as Director of the Company, liable to retire by rotation to comply with the provisions of Section 152 of the Companies Act, 2013
5	Remuneration proposed	Nil	Nil
6	Remuneration last drawn	Nil	Nil
7	Date of first appointment	June 07, 2023	February 11, 2022
8	Shareholding in the Company	None	None
9	Relationship with other Directors, Manager and other KMPs	None	None
10	Number of Meetings of the Board attended during the year	6/7	4/7

NOTES TO THE EXPLANATORY STATEMENT IN TERMS OF CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (Contd.)

Sr. no.	Particulars	Mr Prateek Roongta (DIN: 00622797)	Mr Amit Dixit (DIN: 01798942)
11	Other Directorships	- ASK Alternatives Managers Private Limited (Formerly known as ASK Family Office and Investment Advisers Private Limited) - International Gemmological Institute (India) Limited - ASK Long-Short Fund Managers Private Limited - ASK Wealth Advisors Private Limited - Aadhar Housing Finance Limited - Fino Paytech Limited - Fino Payments Bank Limited	- EPL Limited - Mphasis Limited - Blackstone Advisors India Private Limited - Aadhar Housing Finance Limited - TaskUs, Inc. - TU MidCo Inc. - TU BidCo Inc. - VFS Global AG
12	Membership/ Chairmanship of Committees of other Boards	As per below table	As per below table

Committee details for Mr Prateek Roongta:

Sr. No.	Name of the Company	Name of the Committee	Chairman/Member
1.	ASK Wealth Advisors Private Limited	CSR Committee	Member
2.	Aadhaar Housing Finance Limited	Audit Committee	Member
		Stakeholders Relationship Committee	Member
		Risk Management Committee	Member
		CSR Committee	Member
		ALCO	Member
		IT Strategy Committee	Member
		Investment Committee	Chairperson & Member
		IPO Committee	Member
		Management Committee	Chairperson & Member
		Wilful Defaulter review Committee	Member
		Consumer Protection Committee	Chairperson
3.	International Gemmological Institute (India) Limited	Audit Committee	Member
		Stakeholders Relationship Committee	Chairperson & Member
		Risk Management Committee	Member
		CSR Committee	Member
		IPO Committee	Member
4.	Fino Paytech Limited	Stakeholder Relationship Committee	Member
		CSR Committee	Member

NOTES TO THE EXPLANATORY STATEMENT IN TERMS OF CLAUSE 1.2.5 OF SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (Contd.)

Sr. No.	Name of the Company	Name of the Committee	Chairman/Member
5.	Fino Payments Bank Limited	Nomination and Remuneration Committee	Member
		Risk & ALM Committee	Member
		IT Strategy Committee	Member
		Strategic Investment Committee	Member
		Business & Corporate restructuring Committee	Member

Committee details for Mr Amit Dixit:

Sr. No.	Name of the Company	Name of the Committee	Chairman / Member
1.	Blackstone Advisors India Private Limited	Corporate Social Responsibility Committee	Member
2.	Mphasis Limited	Nomination and Remuneration Committee	Member
3.	EPL Limited	Nomination and Remuneration Committee	Member

By order of the Board

For ASK Investment Managers Limited

Poonam Tanwani

Company Secretary

(ICSI Membership No. ACS 19182)

Place: Mumbai

Date: August 6, 2025

Registered Office:

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