



LKP Finance Ltd.

Regd. Off.: 112 - A / 203, Embassy Centre, Nariman Point, Mumbai - 400 021.

Tel.: 4002 4785 / 86 • Fax : 2287 4787 • Website : www.lkpfinance.com

CIN : L65990MH1984PLC032831

POSTAL BALLOT NOTICE

[Notice Pursuant to Section 108 & 110 of the Companies Act, 2013, read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Section 110, Section 108 and all other applicable provisions, if any, of the Companies Act, 2013, (the “Act”) read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (the “SEBI Listing Regulations”), General Circular No. 14/2020 dated 8 April 2020, General Circular No. 17/2020 dated 13 April 2020, General Circular No. 22/2020 dated 15 June 2020, General Circular No. 33/2020 dated 28 September 2020, General Circular No. 39/2020 dated 31 December 2020, General Circular No. 10/2021 dated 23 June 2021, General Circular No. 20/2021 dated 8 December 2021, General Circular No. 03/2022 dated 5 May 2022, General Circular No. 11/2022 dated 28 December 2022, General Circular No. 09/2023 dated 25 September 2023 and General Circular No. 09/2024 dated 19 September 2024, General Circular No. 03/2025 dated 22nd November, 2025, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as “MCA Circulars”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated 3 October 2024 issued by Securities and Exchange Board of India, the resolution set out below is proposed to be passed by the Members of LKP Finance Limited (the “Company”) through Postal Ballot, by way of remote e-voting (“e-Voting”) process.

The proposed resolutions and the Explanatory Statement pursuant to Section 102(1) of the Act and any other applicable provisions of the Act read with Rules framed thereunder, setting out the material facts and reasons thereof concerning the resolution mentioned in this Postal Ballot Notice (“Notice”), is annexed hereto for your consideration.

The Company has engaged the services of Central Depository Services (India) Limited for facilitating e-Voting to enable the Members to cast their votes electronically. The e-Voting will commence on Wednesday, 21st January 2026 (9:00 A.M. (IST)) and end on Thursday, 19th February 2026 (5:00 P.M. (IST)).

Members are requested to carefully read the instructions provided in this Notice and vote accordingly on the proposed resolution.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company, on 19th January, 2026, has appointed M/s. Abhay K & Associates Company Secretaries Proprietor Abhay Kumar (CP No. 22630) Company Secretary, as the Scrutinizer for scrutinizing the Postal Ballot (e-Voting process) in a fair and transparent manner.

The Scrutinizer will submit the results of the e-Voting to the Chairperson of the Company or any other authorized officer(s) of the Company after completion of the scrutiny of the e-Voting, who shall counter sign the same. The Postal Ballot (e-Voting process) results will be submitted within 2 (two) working days from conclusion of the e-Voting period to the stock exchanges in accordance with the SEBI Listing Regulations.

The results of the Postal Ballot along with the Scrutinizer's Report will also be displayed on the website of the Company at www.lkpfinance.com, on the website of the Central Depository Services (India) Limited at www.evotingindia.com and



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shall also be displayed at the Registered Office of the Company while simultaneously being communicated to BSE Limited (“BSE”) where the equity shares of the Company are listed.

The proposed resolutions, if approved, will be taken as having duly passed on the last date specified for e-Voting, by the requisite majority of Members by means of Postal Ballot, i.e., on Thursday, 19th February 2026.

PROPOSED RESOLUTIONS:

ITEM NO. 1: ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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 13, 61(1)(a), 64 and all 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 relevant rules framed there under and in accordance with the applicable provisions of the Articles of Association of the Company the consent of members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 2,00,00,000 (Two Crore) equity shares of Rs. 10/- (Rupees Ten only) each aggregating to Rs. 20,00,00,000 /- (Rupees Twenty Crores only) and 10,00,000 (Ten Lakh) Redeemable Preference Shares of Rs. 100/ (Rupees One Hundred only) each aggregating to Rs. 10,00,00,000/- (Rupees Ten Crores only) to Rs. 1,10,00,00,000 (Rupees One Hundred and Ten Crores only) divided into 10,00,00,000 (Ten Crore) equity shares of Rs. 10/- (Rupees Ten only) each aggregating to Rs. 1,00,00,00,000/- (Rupees One Hundred Crores only) and 10,00,000 (Ten Lakh) Redeemable Preference Shares of Rs. 100/ (Rupees One Hundred only) each aggregating to Rs. 10,00,00,000/- (Rupees Ten Crores only) ranking pari passu in all respect with the existing Equity shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder, the Capital Clause (Clause V) of the Memorandum of Association of the Company is substituted with the following Clause V.

“The Authorized Share Capital of the Company is Rs. 1,10,00,00,000 (One Hundred and Ten Crore Only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each aggregating to Rs. 1,00,00,00,000 (Rupees One Hundred crore) and 10,00,000 (Ten Lakh) Redeemable Preference Shares of Rs. 100/ (Rupees One Hundred only) each aggregating to Rs. 10,00,00,000/- (Ten Crore)

RESOLVED FURTHER THAT Mr. Umesh Aggarwal Whole Time Director of the Company, Mr. Rishi Arya, Company Secretary & Compliance Officer and Mr. Mustak Ali, Chief Financial Officer of the Company be and is hereby severally authorized to do all such acts, deeds, things and matters and to sign such other documents and file such forms as may be necessary and expedient to give effect to the aforesaid resolution.”



ITEM NO. 2: ISSUE OF BONUS SHARES

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

“RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Companies (Share Capital and Debentures) Rules 2014, Article 38 of the Articles of Association of the Company, Regulations 293, 294 and 295 and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (‘SEBI ICDR Regulations’), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), Foreign Exchange Management Act, 1999 (‘FEMA’), or any other provisions as may be applicable, and subject to such approvals, permissions and sanctions as may be necessary from appropriate authorities and pursuant to the approval of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (“the Board”, the term which shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution) for capitalization of a sum ₹ 61,44,66,000/- (Rupees Sixty One Crores Forty Four Lakhs Sixty Six Thousand Only) from and out of the Securities Premium Account as per the Unaudited Financial Statements of the Company for the period ended on December 31, 2025, for the purpose of issue and allotment of bonus equity shares of ₹ 10/- each (Rupees Ten only), to the eligible members of the Company holding fully paid up equity shares of the Company and whose names appear in the Register of Members/ Beneficial Owners as on the ‘Record Date’ as maybe determined by the Board for this purpose, in the proportion of 4:1 i.e. 4 (Four) new equity share for every 1 (One) existing fully paid-up equity shares held by the members and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up equity share capital of the Company held by each such member and not as the income of the members.

RESOLVED FURTHER THAT the bonus shares so allotted shall rank *pari passu* in all respects with the fully paid-up Equity Shares of the Company as existing on the Record Date.

RESOLVED FURTHER THAT the bonus shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT in accordance with the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialized form only and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and with respect to the members holding equity shares in physical form, the Company shall credit the bonus equity shares to a new demat suspense account till they are credited to the beneficiary accounts of the respective members holding equity shares in physical form.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent that they relate to Non-Resident Indians (“NRIs”), Foreign Portfolio Investors / Foreign Institutional Investors (“FIIs”) and other Foreign Investors, shall be subject to the approval, if any, of RBI under the FEMA or any other regulatory authority.

RESOLVED FURTHER THAT for the purposes of giving effect to the bonus issue of equity shares as resolved hereinbefore, the Board, Whole Time Director, Chief Financial Officer (CFO), Company Secretary and Compliance Officer of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things, as it may at its discretion deem necessary or desirable for such purpose, to resolve all such issues,



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questions, difficulties or doubts whatsoever that may arise in this regard including without limitation, filing a registration statement/E-forms, if any, and other documents with the SEBI or any other regulatory authority, listing the additional equity shares on BSE Limited and entering into any arrangements in regard to such bonus issue, as it may in its absolute discretion deem necessary, desirable or expedient for giving effect to this Resolution.”

**For and on behalf of the Board of Directors
LKP Finance Limited**

**Rishi Arya
Company Secretary & Compliance Officer
M. No. A73634**

Date: 19-01-2026

Place: Delhi

Reg Off: 203 Embassy Centre, Nariman Point, Mumbai, Maharashtra-400021

Corporate Off: 201, 2nd Floor Best Sky Tower, Netaji Subhash Place, Pitampura, New Delhi-110034

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, and other applicable provision in respect of proposed resolutions to be passed through postal ballot (by remote E-voting) is annexed hereto, for your consideration.
2. In terms of Section 110 of the Act read with Rule 20 and Rule 22 of Rules, the business set out in the notice above is set to be passed through postal ballot, by way of remote e-voting process.
3. This Notice is being electronically sent to all the Members whose names appear in the Register of Members / List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) on Friday, January 16, 2026 and who have registered their e-mail addresses with the Depositories / Depository Participants / Registrar and Share Transfer Agent. It is however, clarified that all the persons who are Members of the Company as on Friday, January 16, 2026, including those Members who may not have received this Notice due to non-registration of their e-mail address with the Depositories / Depository Participants/ Registrar and Share Transfer Agent, shall be entitled to vote in relation to the Resolution specified in this Notice.
4. 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., Friday, January 16, 2026 A person who is not a Member as on the Cut-off date should treat this Notice for information purpose only.
5. In compliance with the provisions of Sections 108 and 110 of the Act and the Rules framed thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and the relevant Circulars issued by the Ministry of Corporate Affairs



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(“the MCA Circulars”), the Company is pleased to provide its Members the facility to exercise their right to vote electronically on the Postal Ballot through the Electronic Voting (e-voting) Services provided by Central Depository Services (India) Limited (“CDSL”) (“CDSL”). The instructions for electronic voting are annexed to this Notice.

6. Members have option to vote either through e-voting or through physical Postal Ballot Form. If a Member has opted for e-voting, then he/she/they should not vote by physical Postal Ballot also and vice-versa. However, in case Members cast their vote both via physical Postal Ballot and e-voting, then voting done through electronic means shall prevail and voting done by physical Postal Ballot shall be treated as INVALID.
7. E-voting will be available **from 9.00 a.m. (IST) on Wednesday, January 21, 2026 upto 5.00 p.m. (IST) on Thursday, February 19, 2026**. The e-voting module shall be disabled by CDSL for voting after the abovementioned time. Members are requested to refer to instructions for e-voting, appended to this Notice.
8. During the e-voting period, Members can login to CDSL’s e-voting platform any number of times till they have voted on the Resolution. Once the vote on the Resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
9. Resolution passed by the Members through Postal Ballot is deemed to have been passed effectively at a General Meeting of the Members. The Special Resolutions shall be declared as passed if the number of votes cast in favour of the Resolution are not less than three times the number of votes cast against the Special Resolution.

DISPATCH OF POSTAL BALLOT NOTICE THROUGH E-MAIL AND REGISTRATION OF E-MAIL IDS:

1. In accordance with Section 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars, physical copies of the Postal Ballot Notice will not be circulated, and the Company will also not be under any obligation to provide physical copies upon specific request of any Member(s).

The Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depository(ies)/ Depository Participant(s), as on Friday, 16th January, 2026, and who have registered their e-mail addresses with the Company or with the Depositories / Depository Participants. Therefore, Members are requested and encouraged to register / update their email addresses, with their Depository Participant (in case of Shares held in dematerialized form) or with Adroit Corporate Services Private Limited, our Registrar and Share Transfer Agent (“RTA”) (in case of Shares held in physical form).

2. Members holding shares in physical mode and who have not registered / updated their email addresses are requested to update their email addresses with the Registrar and Transfer Agents of the Company, viz., Adroit Corporate Services Private Limited on its website at (www.adroitcorporate.com) along with the copy of the signed request letter mentioning the name and address of the Member, scanned copy of the share certificate (front and back), self-attested copy of the PAN card, and self-attested copy of any document (e.g.: Driving License, Election Identity Card, Aadhar Card, Passport) in support of the address of the Member. In case of any queries / difficulties in registering the e-mail address, such Members may write to lkpfinance@lkd.com Members holding shares in dematerialized mode are requested to register / update their e-mail addresses with the relevant Depository Participant(s). The Company and RTA will co-ordinate with NSDL and provide the login credentials to the abovementioned Members, subject to receipt of the required documents and information from the Members. The Postal Ballot Notice is also



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being uploaded on the website of the Company www.lkpfinance.com and on the websites of the Stock Exchanges at BSE Limited (www.bseindia.com).

3. The result of voting on the Resolution will be declared within 2 (two) working days from conclusion of the e-Voting period to the stock exchanges in accordance with the SEBI Listing Regulations at the Registered Office of the Company and will also be displayed on the website of the Company www.lkpfinance.com besides being communicated to the Stock Exchanges and CDSL.

4. INSTRUCTIONS FOR VOTING

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and MCA Circulars, the Members are provided with the facility to cast their vote electronically through e-Voting services provided by CDSL on the resolution set forth in this notice.

The e-Voting shall commence on **Wednesday, 21st January, 2026 (09:00 a.m. IST)** and end on **Thursday, February 19, 2026 (05:00 p.m. IST)**. During this period, Members holding shares either in physical form or in dematerialized form, as on the Cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. Once the vote on the resolution is cast by the Shareholders, he / she shall not be allowed to change it subsequently or cast vote again.

A) **Login method for e-Voting for Individual Shareholders holding securities in Demat mode through Central Depository Services (India) Limited (“CDSL”)/National Securities Depositories Limited (“NSDL”) is given below:**

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 URL for users to login to Easi /Easiest is https://web.cdslindia.com/myeasi/home/login or users can visit www.cdslindia.com and click on Login icon and select New System Myeasi.2. After successful login, the Easi /Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the e-Voting period. Additionally, links to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KFIN/LINKINTIME is also provided, 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 CDSL website at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.4. Alternatively, the user can directly access e-Voting page by providing Demat



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	<p>Account Number and PAN No. from an e-Voting link available on www.cdsindia.com home page or click on https://evoting.cdsindia.com/Evoting/EvotingLogin. 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 e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. The URL for users to login to NSDL IDeAS facility is https://eservices.nsdl.com.2. Once the home page of e-Services is 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.3. 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 e-Voting period.4. 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 on the following link on the website - https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.5. 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 mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders/Members’ section.6. 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.7. 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 e-Voting period.
Individual Shareholders (holding securities	<ol style="list-style-type: none">1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.



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in demat mode) login through their Depository Participants	<p>2. 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.</p> <p>3. 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 e-Voting period.</p>
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Important note: Shareholders 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	Shareholders 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	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022-4886700 and 022-24997000

B) Login method for e-Voting for Shareholders holding securities in physical mode and Shareholders other than individual holding in Demat form.

- a. The Shareholders should log on to the e-Voting website www.evotingindia.com.
- b. Click on “Shareholders” module.
- c. Now enter your User ID:
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company
- d. Next enter the Image Verification as displayed and Click on Login.
- e. 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.
- f. If you are a first-time user follow the steps given below:

	For Shareholders holding securities in physical mode 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)

Shareholders who have not updated their PAN with the Company/Depository Participant are



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	requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details	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.
OR	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.
Date of Birth (DOB)	

- g. After entering these details appropriately, click on “SUBMIT” tab.
- h. Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in demat mode 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 account 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.
- i. For Shareholders holding shares in physical mode, the details can be used only for e-Voting on the resolutions contained in this Notice.
- j. Click on the EVSN of LKP Finance Limited.
- k. 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.
- l. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details
- m. 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
- n. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- o. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- p. 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.

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

- a. For Physical Shareholders - please provide necessary details like Folio No., Name of Shareholders, 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 rtaclientservice@adroitcorporate.com.
- b. For Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
- c. For Individual Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding 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.



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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 at toll free no. 1800 21 09911.



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EXPLANATORY STATEMENT

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out all material facts relating to the Resolution mentioned in this Postal Ballot Notice is given below:

ITEM NO. 1.

The Board of Directors of **LKP Finance Limited** (“the Company”), at its meeting held on **19th January, 2026**, has approved the proposal to amend the **Capital Clause** of the **Memorandum of Association (MOA)** of the Company.

The Present Authorized Share Capital of the Company Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 2,00,00,000 (Two Crore) equity shares of Rs. 10/- (Rupees Ten only) each aggregating to Rs. 20,00,00,000 /- (Rupees Twenty Crores only) and 10,00,000 (Ten Lakh) Redeemable Preference Shares of Rs. 100/ (Rupees One Hundred only) each aggregating to Rs. 10,00,00,000/- (Rupees Ten Crores only) to Rs. 1,10,00,00,000 (Rupees One Hundred and Ten Crores only) divided into 10,00,00,000 (Ten Crore) equity shares of Rs. 10/- (Rupees Ten only) each aggregating to Rs. 1,00,00,00,000/- (Rupees One Hundred Crores only) and 10,00,000 (Ten Lakh) Redeemable Preference Shares of Rs. 100/ (Rupees One Hundred only) each aggregating to Rs. 10,00,00,000/- (Rupees Ten Crores only) Consequently, the existing Clause V of the Memorandum of Association needs to be altered accordingly. Therefore, the consent of the Members of the Company is being sought under the applicable provisions of the Companies Act, 2013.

Pursuant to the provisions of Section 13 & 61 of the Companies Act, 2013, approval of the Members is required for increasing the Authorised Share Capital of the Company and alteration in the Memorandum of Association of the Company.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolutions.

The Board recommends the Resolution as set out in Item No 1 in the notice for the approval of members.

ITEM NO. 2: ISSUE OF BONUS SHARES.:

The Board of Directors in its meeting held on January 19, 2026 considered, approved and recommended an issue of bonus shares in the proportion of (4:1) Four (04) new Equity Shares of the Company of INR 10/- (Ten Rupees only) each for every One (01) existing Equity Shares of the Company of INR 10/- (Ten Rupees only) each held by the Members on the “Record Date” to be determined by the Board from amount standing to the credit of free reserves and/or the securities premium account as at December 31, 2025. The bonus shares upon their issue and allotment will rank pari-passu in all respects with the existing shares including dividend, if any declared.

As on December 31, 2025, the free reserves and surplus of the Company is INR 1,26,59,35,122. Since, reserves and surplus required for implementing the bonus issue is INR 61,44,66,000/- the issue of bonus shares need to be considered.

The issue of bonus equity shares by way of capitalization of the sums standing to the credit of Free Reserve, as may be considered appropriate for the purpose of issue of bonus equity shares requires members' approval in terms of Sections 63 of the Companies Act, 2013 and other applicable statutory and regulatory approvals.



LKP Finance Ltd.

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CIN : L65990MH1984PLC032831

The Record Date for the aforesaid issue of bonus shares shall be fixed by the Board (including any Committee thereof) after the approval of the Members is obtained. Pursuant to proviso to Regulation 295 of SEBI ICDR (Issue of Capital and Disclosure Requirements) Regulations, 2018 the bonus issue shall be implemented within two months from the date of the meeting of Board of Directors wherein the decision to announce the bonus issue was taken subject to shareholders' approval.

None of the Directors or Key Managerial Personnel or their relatives is in any way concerned or interested, financially or otherwise, in the resolution of this Notice.

The Board recommends that the resolution set out at item no. 2 be passed as an **Ordinary Resolution**.

**For and on behalf of the Board of Directors
LKP Finance Limited**

**Rishi Arya
Company Secretary & Compliance Officer
Membership No.: A73634**

Date: 19-01-2026

Place: Delhi