



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, 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 Thursday, 30th October 2025 (9:00 A.M. (IST)) and end on Friday, 28th November 2025 (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 25th October, 2025, has appointed Mr. Abhay Kumar (CP No. 22630), Proprietor Abhay K & Associates, Company Secretaries, 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 Friday, 28th November 2025.

PROPOSED RESOLUTIONS:

ITEM NO. 1: APPROVAL FOR ALTERATION OF MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY BY INCLUSION OF NEW OBJECT CLAUSE.

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 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the necessary approvals, consents, permissions and sanctions required, if any, by the Registrar of Companies, and / or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of Members of the Company be and is hereby accorded to amend the Objects Clause of the Memorandum of Association (“MOA”) of the Company by way of insertion of the following new objects in the MOA:

‘III (A).

- To carry on the business of providing digital and physical gifting, reward management, and e-commerce solutions, including but not limited to: developing, operating, and managing online and offline platforms, applications, and systems for the creation, purchase, sale, distribution, and redemption of gift cards, vouchers, rewards, and related products and services; designing and implementing loyalty, incentive, and recognition programs for individuals & organizations and fulfilment services in connection therewith; and to engage in allied activities including marketing, data analytics, technology development, and customer engagement services in India and abroad.
- Developing, licensing, hosting, and maintaining software platforms, APIs, mobile applications, and technology infrastructure to enable digital rewards, e-gifting, loyalty systems, voucher issuance, redemption tracking, and campaign management and acting as reseller, distributor, or agent of physical and digital vouchers and loyalty points on behalf of third-party brands, retailers, fintech companies, or service providers.
- To carry on the business of a Payment Aggregator and to provide payment processing, collection, and settlement services to merchants and customers by integrating multiple payment instruments and channels, including but not limited to credit cards, debit cards, prepaid instruments, Unified Payments Interface (UPI), net banking, wallets, and other digital payment systems; to acquire and onboard merchants for acceptance of digital payments; to facilitate authorization, processing, and settlement of transactions between customers, merchants, banks, and other financial institutions; to provide related technology, compliance, and risk management solutions; and to engage in such other ancillary or allied activities as may be necessary or incidental to the operation of a Payment Aggregator business.



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RESOLVED FURTHER THAT the Board of Directors of the Company and/ or the Chief Financial Officer of the Company and/ or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to the above resolution(s), including but not limited to filing necessary e-forms with the Registrar of Companies and incorporation of amendments/ suggestions/ observations, if any, made by the Registrar of Companies to the extent applicable, without seeking any further consent or approval of the Members or otherwise, to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution”.

ITEM NO. 2: TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH VOUCHAGRAM INDIA PRIVATE LIMITED

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 Regulation 23 and all other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called “the Listing Regulations”), and all applicable provisions of the Companies Act, 2013 (hereinafter called “the Act”) and the Company’s policy on materiality of Related Party Transaction(s), and Rules made there under, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary and pursuant to the consent of the Audit Committee and Board of Directors of the Company, the consent and approval of the Members be and is hereby accorded to the Board of Directors (“the Board” which term shall be deemed to include a Committee constituted by the Board or any person(s) authorised by the Board in this regard) to enter into arrangements/transactions/ contracts with Vouchagram India Private Limited, a Related Party as defined in the Listing Regulations, relating to transactions as detailed in the explanatory statement, on such terms and conditions as the Board in its absolute discretion may deem fit, the aggregate amount/value of all such arrangements/transactions/contracts that may be entered into by the Company with Vouchagram India Private Limited and remaining outstanding at any one point in time shall not exceed Rs. 250 Crores (Rupees Two Hundred and Fifty Crores) during the financial year 2025-26.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, Mr. Umesh Aggarwal, Whole Time Director of the company and/or Mr. Mustak Ali, Chief Financial Officer and/or Mrs. Ruby Chauhan, Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable including any negotiation/ renegotiation/ modification/ ratification/ amendments to or termination thereof, of the subsisting arrangements/ transactions/ contracts or any future arrangements/ transactions/ contracts and to make or receive/ pay monies or to perform all other obligations in terms of such arrangements/ transaction/contracts, filing of necessary forms/ documents with the appropriate authorities and to execute all such deeds, documents, agreements, letters, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto.”

ITEM NO. 3: TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH MUFINPAY PAYMENT SOLUTIONS PRIVATE LIMITED

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



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“RESOLVED THAT pursuant to the provisions of Regulation 23 and all other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called “the Listing Regulations”), and all applicable provisions of the Companies Act, 2013 (hereinafter called “the Act”) and the Company’s policy on materiality of Related Party Transaction(s), and Rules made there under, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary and pursuant to the consent of the Audit Committee and Board of Directors of the Company, the consent and approval of the Members be and is hereby accorded to the Board of Directors (“the Board” which term shall be deemed to include a Committee constituted by the Board or any person(s) authorised by the Board in this regard) to enter into arrangements/transactions/ contracts with Mufinpay Payment Solutions Private Limited, a Related Party as defined in the Listing Regulations, relating to transactions as detailed in the explanatory statement, on such terms and conditions as the Board in its absolute discretion may deem fit, the aggregate amount/value of all such arrangements/transactions/contracts that may be entered into by the Company with Mufinpay Payment Solutions Private Limited and remaining outstanding at any one point in time shall not exceed Rs. 300 Crores (Rupees Three Hundred Crores) during the financial year 2025-26.

RESOLVED FURTHER for the purpose of giving effect to the above resolution, Mr. Umesh Aggarwal, Whole Time Director of the company and/or Mr. Mustak Ali, Chief Financial Officer and/or Mrs. Ruby Chauhan, Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable including any negotiation/ renegotiation/ modification/ ratification/ amendments to or termination thereof, of the subsisting arrangements/ transactions/ contracts or any future arrangements/ transactions/ contracts and to make or receive/ pay monies or to perform all other obligations in terms of such arrangements/ transaction/contracts, filing of necessary forms/ documents with the appropriate authorities and to execute all such deeds, documents, agreements, letters, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto.”

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

**Ruby Chauhan
Company Secretary & Compliance Officer
M. No. A69210**

Date: 25.10.2025

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



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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, 24th October, 2025 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, October 24, 2025, 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. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of Member / Beneficial Owner as on Friday, October 24, 2025. 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, October 24, 2025. 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 (“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 Thursday, October 30, 2025 upto 5.00 p.m. (IST) on Friday, November 28, 2025**. 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.



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10. In case any Member opts to vote physically, such Member is requested to carefully read the instructions given in the Postal Ballot Form. Such Member can take printout of the Postal Ballot Form attached to this Notice of Postal Ballot or may also download and print it from the Company's website, viz., www.lkpfinance.com and return the same in original, duly completed and signed, so as to physically reach the Scrutinizer at Mr. Abhay Kumar (CP No. 22630), Proprietor Abhay K & Associates, Company Secretaries, at R-8/2, 3rd Floor, Ramesh Park, Laxmi Nagar, Delhi-110092, India, on or before 5.00 p.m. (IST) on 28th November, 2025, failing which, it will be strictly treated as if no reply has been received from the Member. The Company, in no way, would be responsible for late / non delivery of Postal Ballot Form on account of restrictions due to any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / courier expenses for sending such physical Postal Ballot Form to the Scrutinizer will be borne by the Members.
11. Please note that the Postal Ballot Form shall be considered invalid if: (i) the form other than the one annexed to this Postal Ballot Notice has been used; and/or (ii) it has not been signed by or on behalf of the Member; and/or (iii) signature on the Postal Ballot Form does not match with the specimen signatures registered with the Company; and/or (iv) it is not possible to determine without any doubt, the assent or dissent of the Member; and/or (v) neither assent nor dissent is mentioned; and/or (vi) any competent authority has given directions in writing to the Company to freeze the voting rights of the Member; and/or (vii) the Postal Ballot Form is received after the last date prescribed; and/or (viii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/or (ix) the Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority; and/or (x) the Member has made any amendment to the Resolution set-out herein or imposed any condition while exercising his vote; and/or (xi) the Member has also voted through e-voting. The Scrutinizer's decision on the validity of a Postal Ballot Form shall be final and binding.

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, 24th October, 2025, 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 lkpfincelt@gmail.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,



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subject to receipt of the required documents and information from the Members. The Postal Ballot Notice is also 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 **Thursday, 30th October, 2025 (09:00 a.m. IST)** and end on **Friday, November 28, 2025 (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.



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	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.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	<p>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.</p> <p>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.</p> <p>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.</p> <p>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.</p> <p>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.</p> <p>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.</p> <p>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.</p>
Individual Shareholders	<p>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.</p>



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(holding securities 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.

- The Shareholders should log on to the e-Voting website www.evotingindia.com.
- Click on “Shareholders” module.
- Now enter your User ID:
 - For CDSL: 16 digits beneficiary ID.
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company
- Next enter the Image Verification as displayed and Click on Login.
- 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.
- 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)



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	Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details	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	
Date of Birth (DOB)	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.

- 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 **25th October, 2025**, has approved the proposal to amend the **Object Clause** of the **Memorandum of Association (MOA)** of the Company by inserting new clauses to include additional business activities.

The Company is presently engaged in the business of

1. To carry on the business of Merchant Financing and to underwrite, sub-underwrite, to invest in, and acquire and hold, sell, buy or otherwise deal in shares, debentures, debenture-stocks, bonds, units, cash certificates, obligations and securities issued or guaranteed by Indian or Foreign Governments, States, Dominions, Sovereigns, Municipalities, or Public Authorities, or bodies and shares, stocks, debentures, debentures-stock, bonds obligations and securities issued and guaranteed by any company, corporation, firm or person whether incorporated or established in India or elsewhere.
2. To act as financial consultants, management consultants, and provide advices, services, consultancy in various fields, such as general administrative, secretarial, commercial, financial, leasing, hire purchase, legal, economic, labour, industrial public relations, scientific, technical, direct and indirect taxation and other levies, statistical, accountancy, quality control and data processing.
3. To take part in the formation, supervision or control of the business or operations of any company or undertaking and for that purpose to act as an Issue House, Registrars and Share Transfers Agents, Secretaries, Financial Advisers or Technical Consultants or in any other capacity and to appoint and remunerate any Directors, Administrators or Accountants or other Experts or Agents.
- 3A. To carry on the business of leasing and hire purchase finance and to provide on lease or on hire purchase all types of Industrial and office plant, equipment, machinery, vehicles and buildings.

In line with the Company’s long-term strategic vision to diversify and expand its business operations, the Board of Directors of the Company (“the Board”) has proposed to insert the following new clauses in the **Object Clause (Clause III (A) – Main Objects)** of the Memorandum of Association (“MOA”) of the Company:

1. To carry on the business of providing digital and physical gifting, reward management, and e-commerce solutions, including but not limited to: developing, operating, and managing online and offline platforms, applications, and systems for the creation, purchase, sale, distribution, and redemption of gift cards, vouchers, rewards, and related products and services; designing and implementing loyalty, incentive, and recognition programs for individuals & organizations and fulfilment services in connection therewith; and to engage in allied



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activities including marketing, data analytics, technology development, and customer engagement services in India and abroad.

2. Developing, licensing, hosting, and maintaining software platforms, APIs, mobile applications, and technology infrastructure to enable digital rewards, e-gifting, loyalty systems, voucher issuance, redemption tracking, and campaign management and acting as reseller, distributor, or agent of physical and digital vouchers and loyalty points on behalf of third-party brands, retailers, fintech companies, or service providers.
3. To carry on the business of a Payment Aggregator and to provide payment processing, collection, and settlement services to merchants and customers by integrating multiple payment instruments and channels, including but not limited to credit cards, debit cards, prepaid instruments, Unified Payments Interface (UPI), net banking, wallets, and other digital payment systems; to acquire and onboard merchants for acceptance of digital payments; to facilitate authorization, processing, and settlement of transactions between customers, merchants, banks, and other financial institutions; to provide related technology, compliance, and risk management solutions; and to engage in such other ancillary or allied activities as may be necessary or incidental to the operation of a Payment Aggregator business.

The proposed insertion of the aforesaid clauses will enable the Company to **diversify its operations into new areas of business** that are complementary to its existing activities and have significant potential for growth. This diversification is expected to enhance the Company's revenue streams and overall shareholder value.

The alteration of the Object Clause of the MOA requires the approval of members of the Company by way of a **Special Resolution** pursuant to the provisions of **Sections 4, 13, and other applicable provisions of the Companies Act, 2013**, and the rules made thereunder.

A copy of the existing and the proposed altered Memorandum of Association of the Company is available for inspection by the members at the Registered Office of the Company during business hours on all working days (except Saturdays, Sundays, and public holidays) up to the last date of voting through postal ballot/e-voting.

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

The Board recommends the passing of the Special Resolution as set out in the accompanying Postal Ballot Notice for approval of the members.

ITEM NO. 2: TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION **VOUCHAGRAM INDIA PRIVATE LIMITED**

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (hereinafter called as the Listing Regulations), all related party transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall require approval of the members of a public listed Company through a resolution and all related parties shall abstain from voting on such resolution. The Board of Directors and Audit Committee had approved the entering into related party transactions with



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Vouchagram India Private Limited upto an amount of Rs. 250 crores. Regulation 23 of the Listing Regulations has been amended effective April 1, 2022 to provide that shareholders' approval should be obtained for related party transactions which, in a financial year, exceed the lower of (i) Rs. 1,000 crore; and (ii) 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.

Further, RPT Industry Standards, effective from September 01, 2025, the listed entity shall provide the Minimum information to the Shareholders for the approval of Material Related Party Transactions. The information as required under the said standards read with the Act and Rules made thereunder and SEBI Listing Regulations are as below:

Particulars	Details
(A1) Basic Details	
Name of the related party	M/s. Vouchagram India Private Limited
Country of incorporation of the related party	India
Nature of business of the related party	The Company is specialized in providing a web-based information portal with information relevant; creating, maintaining and hosting portals and to tie-up with various agencies/corporations/companies etc. for the purpose of carrying out E-commerce and other related activities.
(A2) Relationship and ownership of the related party	
Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	M/s. Vouchagram India Private Limited is a fellow subsidiary of our company
Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary)	NA
Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)	NA
(A3) Details of previous transactions with the related party	
Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year	NA
Total amount of all the transactions undertaken by the	NA



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listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought – (April - September 25)									
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA								
(A4) Amount of the proposed transaction(s)									
Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee /shareholders	Upto 250 Crores								
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes								
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	3390%								
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA								
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	7%								
Financial performance of the related party for the immediately preceding financial year	<table border="1"> <thead> <tr> <th>Particulars</th><th>FY 2024-25 (Rs. in Lakhs)</th></tr> </thead> <tbody> <tr> <td>Turnover</td><td>3,79,730</td></tr> <tr> <td>Profit after Tax</td><td>163</td></tr> <tr> <td>Networth</td><td>17,501</td></tr> </tbody> </table>	Particulars	FY 2024-25 (Rs. in Lakhs)	Turnover	3,79,730	Profit after Tax	163	Networth	17,501
Particulars	FY 2024-25 (Rs. in Lakhs)								
Turnover	3,79,730								
Profit after Tax	163								
Networth	17,501								
(A5) Basic details of the proposed transaction									
Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	(i) Availing and Rendering of Services; (ii) Providing Financial Assistance (iii) Providing Loans and Advances (short term, long term, secured, unsecured)/Inter Corporate Deposits								



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Details of each type of the proposed transaction	LKP Finance Limited (LKP) is Non-Banking Financial Company and Vouchagram India Private Limited (Vouchagram) are into a business of digital gifting services with a significant presence. Vouchagram may require funds for its working capital requirements and also render services to the customer of LKP.
Tenure of the proposed transaction (tenure in number of years or months to be specified)	The tenure for proposed transactions with Vouchagram India Private Limited is financial year 2025-26
Whether omnibus approval is being sought?	Yes
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	The Value of proposed transactions with Vouchagram India Private Limited in the financial year 2025-26 is expected to be upto 250 Crore.
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The related party transactions entered by the Company with Vouchagram India Private Limited are in the Ordinary course of business and are on an arm's length basis. It is further ensured that the transactions with Vouchagram India Private Limited are conducted as if it is with an unrelated party, so that there is no conflict of interest.
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly:	NA
(a) Name of the director / KMP	
(b) Shareholding of the director / KMP, whether direct or indirect, in the related party	
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
Other information relevant for decision making	NA
(B1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
Basis of determination of price.	NA
In case of Trade advance, if any, proposed to be extended to the related party in relation to the transaction, specify the following: (a) Amount of Trade advance (b) Tenure (c) Whether same is self-liquidating?	NA



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(B2) Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary	
Source of funds in connection with the proposed transaction	NA
Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: (a) Nature of indebtedness (b) Total cost of borrowing (c) Tenure (d) Other details	NA
Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders	NA
Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	NA
Maturity / due date	NA
Repayment schedule & terms	NA
Whether secured or unsecured?	NA
If secured, the nature of security & security coverage ratio	NA
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	NA
(C1) Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary	
Latest credit rating of the related party	NA
Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.	NA
In addition, state the following: (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	
b) Whether the related party has been declared a “willful defaulter” by any of its bankers and whether such status is currently subsisting;	



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c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	
d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	

The aforesaid related party transactions do not fall under the purview of Section 188 of the Companies Act, 2013 being in the ordinary course of business and at arms' length. However, the same are covered under the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and accordingly the approval of the shareholders is sought by way of Ordinary Resolution.

The Audit Committee and Board have approved the aforesaid related party transactions in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and noted that these transactions shall be in the ordinary course of business and at arm's length basis.

Regulation 23(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that all entities falling under the definition of related parties shall not vote to approve any related party transaction, irrespective of whether the entity is a party to the transaction or not. Therefore, none of the Promoter Group entities holding share(s) will vote on the above Resolution.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 2 for approval by the members of the Company.

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

None of the Directors except Mr. Kapil Garg, Director or Key Managerial Personnel of the Company are interested, financial or otherwise, in the proposed resolution.

ITEM NO. 3: TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION WITH MUFINPAY PAYMENT SOLUTIONS PRIVATE LIMITED

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (hereinafter called as the Listing Regulations), all related party transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall require approval of the members of a public listed Company through a resolution and all related parties shall abstain from voting on such resolution. The Board of Directors and Audit Committee had approved the entering into related party transactions with Mufinpay Payment Solutions Private Limited upto an amount of Rs. 300 crores. Regulation 23 of the Listing Regulations has been amended effective April 1, 2022 to provide that shareholders' approval should be obtained for related party transactions which, in a financial year, exceed the lower of (i) Rs. 1,000 crore; and (ii) 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.



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Further, RPT Industry Standards, effective from September 01, 2025, the listed entity shall provide the Minimum information to the Shareholders for the approval of Material Related Party Transactions. The information as required under the said standards read with the Act and Rules made thereunder and SEBI Listing Regulations are as below:

Particulars	Details
(A1) Basic Details	
Name of the related party	M/s. Mufinpay Payment Solutions Private Limited
Country of incorporation of the related party	India
Nature of business of the related party	<p>To carry on the business of providing web designing and development services, web application solutions, software development services, technology related consultancy services, internet marketing, online information services, online application integration, information technology and information technology enabled services, maintenance services, and other internet related systems, services, products, technology and solutions.</p> <p>To provide a web-based information portal with information relevant to the time and requirement of the market with an ability to navigate through the information via a search engine or the presentation on the online client's Internet browser and to create and maintain portals, to process orders, fulfill orders and support customers related to E commerce in various products market segments and services supporting both online and offline transactions on the website or through phone, fax through which people or business's can buy, sell and transact at their homes, business premises or as per convenience, the products and services of their choice by entering in the field of E-commerce and other related activities.</p>
(A2) Relationship and ownership of the related party	
Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	M/s. Mufinpay Payment Solutions Private Limited is fellow Subsidiary of our Company
Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Our Company holds 9.58% stake M/s. Mufinpay Payment Solutions Private Limited
Where the related party is a partnership firm or a sole	NA



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proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary)			
Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)	NA		
(A3) Details of previous transactions with the related party			
Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year	NA		
Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought – (April - September 25)	S. No.	Nature of Transactions	Amount (lakhs)
	1	Inter Corporate Loan	8,250.00
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA		
(A4) Amount of the proposed transaction(s)			
Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / shareholders	Upto 300 crore		
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes		
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	4067%		
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA		
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the	17707.92%		



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immediately preceding financial year, if available.		
Financial performance of the related party for the immediately preceding financial year	Particulars	FY 2024-25 (Rs. Lakhs)
	Turnover	169.41
	Profit After Tax	33.12
	Net Worth	1526.32
(A5) Basic details of the proposed transaction		
Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Investment in Equity Shares and Other Instruments	
Details of each type of the proposed transaction	LKP Finance Limited (LKP) is Non-Banking Financial Company and Mufinpay Payment Solutions Private Limited (Mufinpay) are into a business of digital and physical gifting services with a significant presence. Mufinpay may require funds for its working capital requirements and expansion of its operations and also render services to the customers of LKP.	
Tenure of the proposed transaction (tenure in number of years or months to be specified)	The Transaction are recurring in nature. The approval of the shareholders is being sought for the related party transactions entered/ to be entered during FY 2025-26 and thereafter till the next Annual General Meeting schedule to be held during FY 2026-27	
Whether omnibus approval is being sought?	Yes	
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	The Value of proposed transactions with Mufinpay Payment Solutions Private Limited in the financial year 2025-26 is expected to be upto 300 Crore.	
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The related party transactions entered by the Company with Mufinpay Payment Solutions Private Limited are in the Ordinary course of business and are on an arm's length basis. It is further ensured that the transactions with Mufinpay Payment Solutions Private Limited are conducted as if it is with an unrelated party, so that there is no conflict of interest.	
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly:		
(a) Name of the director / KMP	Mr. Kapil Garg, Director of the Company	



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(b) Shareholding of the director / KMP, whether direct or indirect, in the related party	77.54%
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
Other information relevant for decision making	NA
(B1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
Basis of determination of price.	NA
In case of Trade advance, if any, proposed to be extended to the related party in relation to the transaction, specify the following: (a) Amount of Trade advance (b) Tenure (c) Whether same is self-liquidating?	NA
(B2) Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary	
Source of funds in connection with the proposed transaction	NA
Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: (a) Nature of indebtedness (b) Total cost of borrowing (c) Tenure (d) Other details	NA
Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders	NA
Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	NA
Maturity / due date	NA
Repayment schedule & terms	NA
Whether secured or unsecured?	NA
If secured, the nature of security & security coverage ratio	NA
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	NA



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(C1) Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary	
Latest credit rating of the related party	NA
Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.	NA
In addition, state the following: (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	
b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;	
c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	
d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	

The aforesaid related party transactions do not fall under the purview of Section 188 of the Companies Act, 2013 being in the ordinary course of business and at arms’ length. However, the same are covered under the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and accordingly the approval of the shareholders is sought by way of Ordinary Resolution.

The Audit Committee and Board have approved the aforesaid related party transactions in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and noted that these transactions shall be in the ordinary course of business and at arm’s length basis.

Regulation 23(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that all entities falling under the definition of related parties shall not vote to approve any related party transaction, irrespective of whether the entity is a party to the transaction or not. Therefore, none of the Promoter Group entities holding share(s) will vote on the above Resolution.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 03 for approval by the members of the Company.



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The Board recommends that the resolution set out at item no. 03 be passed as an **Ordinary Resolution**.

None of the Directors except Mr. Kapil Garg, Managing Director or Key Managerial Personnel of the Company are interested, financial or otherwise, in the proposed resolution.

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

Ruby Chauhan
Company Secretary & Compliance Officer
Membership No.: A69210

Date: 25.10.2025

Place: Delhi