THE DELHI SAFE DEPOSIT COMPANY LIMITED
(CIN: L74899DL1937PLC000478)
Registered Office: 86, Janpath, New Delhi-110001

NOTICE OF THE 88TH ANNUAL GENERAL MEETING TO THE SHAREHOLDERS

Notice is hereby given that the **88th** Annual General Meeting of The Delhi Safe Deposit Co. Ltd. will be held on **30th September, 2026 at 10.00 A.M.** through Video Conference (VC/ Other Audio-Visual means (OAVM) to transact following business:

Ordinary Business

1. To consider and adopt the audited financial statements of the Company for the year ended 31st March, 2026 and reports of Directors & Auditors thereon.

2. To appoint Sh. Vijay Krishna Shunglu (DIN: 00032683), Non - Executive Director of the Company, who retires by rotation and being eligible offers himself for re-appointment and in this regard pass the following resolution as **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act 2013 and applicable Rules framed thereunder, along with Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable SEBI Regulations (including any Statutory modification(s) or re-enactment thereof for the time being in force), the extant Rules / Regulations / Guidelines / Notifications and Circulars prescribed by any relevant authorities and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the company, be and is hereby accorded to the re-appointment of Sh. Vijay Krishna Shunglu (DIN: 00032683), who is aged Eighty Seven (87) years, and who retires by rotation at this Annual General Meeting and who offers himself for reappointment, as Non-Executive Director and Chairman of the Company, liable to retire by rotation."

3. To declare dividend for the financial year ended 31st March, 2026.

Special Business

4. To consider and if thought fit, to pass the following resolution as a Special Business

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and Schedule V of the Companies Act, 2013, approval of Members of the Company be and is hereby accorded in case, during any next three financial years, the remuneration payable to Sh. Vijay Kumar Gupta, Managing Director/CEO and Ms. Kavita Kalwaney, Executive Director/CFO of the Company exceeds the overall ceiling of the total

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managerial remuneration as provided under section 197 or Schedule V of the Act (in case of no profit or inadequate profit of the Company for such financial year) or such other limits as may be prescribed from time to time."

RESOLVED FURTHER THAT Sh. Vijay Krishna Shunglu, Chairman of the Company or the Company Secretary, Ms. Rajni Nagi be and are hereby authorized to do all such acts and take all such steps as may be necessary, proper or expeditious for giving effect to this Resolution."

5. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, and other applicable Rules, if any, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the Company's Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded for entering into and/or continuing contract(s), arrangement(s) and/or transaction(s) with "DSD Enterprises Private Limited", which is a Related Party as per the Act and the Listing Regulations, provided that the value under such contract(s)/arrangement(s)/transaction(s) on arm's length basis shall not, at any time, exceed Rupees Five Crores in aggregate.

RESOLVED FURTHER THAT Sh. Vijay Kumar Gupta, Managing Director/CEO of the Company be and is hereby authorized to do all the acts/deeds/things as deem fit to give effect to this Resolution.

Place: New Delhi
Dated: 07th August, 2026

By Order of the Board
Vijay Kumar Gupta
Managing Director/CEO
DIN: 00243413

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 (Act), in respect of item No. 2 of the Notice convening the Annual General Meeting (AGM) is annexed hereto.

2. Pursuant to the General Circular No. 10/2022 dated December 28, 2022 and September 25, 2023 issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.

3. In line with MCA Circulars and SEBI Circulars, the Annual Report for the financial year 2025-26 along with Notice of 88th AGM of the Company inter-alia indicating the process and manner of e-voting are being sent only by electronic mode to those members whose email IDs are registered with the Company/Depository

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Participant(s) for communication. Members may note that the aforesaid documents may also be downloaded from the Company's website *www.dsdgroup.co.in* and the website of Metropolitan Stock Exchange of India Limited (MSE). In line with MCA Circulars, the Company has enabled a process for the limited purpose of receiving the AGM Notice and Annual Report (including remote e-voting instructions) electronically.

4. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available.

5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

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7. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

8. Members may also note that the Notice calling the AGM has been uploaded on the website of the Company at https://www.dsdgroup.co.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. MSEI at https://www.msei.in and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

9. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their names, demat account no./folio number, email ID, mobile number at delsafe@dsdgroup.co.in during the period 25th September 2026 - 9.00 AM till 27th September 2026 5.00 PM. Same will be replied by the Company suitably.

10. The Register of Members and the Share Transfer books of the Company will remain closed from, 24th September, 2026 to 30th September, 2026 (both days inclusive).

11. The Board of Directors has appointed Mr. Abhishek Jain, Practicing Company Secretary (Membership No. FCS-11233), as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.

12. In terms of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations, 2015, the Company is providing facility to exercise votes on the items of business given in the notice through electronic voting system, to members holding shares as on **23rd September, 2026** (End of Day) being the cut-off date ("Record date") fixed for determining voting rights of members entitled to

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participate in the e-voting process through the e-voting platform provided by National Securities Depository Limited. The e-voting rights of the members/beneficiary owners shall be reckoned on the equity shares held by them as on **23rd September, 2026** i.e. cut-off date for the purpose. Person who is not a member as on the cut-off date should treat this Notice for information purposes only. The instructions to E-voting form part of Notice.

13. Pursuant to section 125 (C) of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF), the Company has transferred unclaimed dividend for the financial year ended 31.03.2018 to IEPF on 28/11/2025. The details are available on the website of the Company.

14. The Company has also transferred 10608 shares in respect of which dividend has not been claimed/encashed for 7 consecutive years or more following the prescribed procedure on 28/11/2025. The shares and dividend so transferred can be claimed from the IEPF after complying with the prescribed requirement. As per the Rules, the holder of such shares cannot exercise any of the rights attached to the shares unless the share are reclaimed from IEPF.

The following are the details of the dividend declared by the Company but not claimed/encashed and the respective due dates for transfer of such dividend to IEPF if remained unpaid/unencashed for 7 years or more:

S. No.	Date of Declaration of Dividend	Dividend for the year	Due date for transfer to the IEPF
1	30.09.2019	2018-19	06.11.2026
2	30.09.2020	2019-20	06.11.2027
3	30.09.2021	2020-21	06.11.2028
4	30.09.2022	2021-22	06.11.2029
5	26.08.2023	2022-23	01.10.2030
6	28.09.2024	2023-24	04.11.2031
7	30.09.2025	2024-25	06.11.2032

It may be noted that no claim of the shareholders will be entertained for such dividends or shares after their transfer to the credit of the IEPF. The shareholders are advised to contact the Company before the above given due dates for encashment of their unpaid dividend.

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

The remote e-voting period begins on 27/09/2026 at 9:00 A.M. and ends on 29/09/2026 at 05.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2026.

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How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile

Number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholding holding securities in demat made with NSDL	1. Existing IDeAS user can visit the e-services website of NSDL viz https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-services home page click on the "Benefical Owner" icon under "Login" which is available under "IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting "under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be

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	redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their 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 are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider** i.e. **NSDL**. Click on **NSDL** to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL**where the e-Voting is in progress. Contd....7

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL help desk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

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4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
   a. If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c. How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on **"Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

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d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csabhishek2@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

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3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to delsafe@dsdgroup.co.in

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to delsafe@dsdgroup.co.in If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding security in demat mode.**

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at delsafe@dsdgroup.co.in. The same will be replied by the company suitably.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF FOLLOWING RESOLUTION

Item No. 2

Pursuant to the provisions of Sections 152 and other applicable provisions of the Companies Act 2013, not less than two-thirds of total number of Directors of the Company shall be liable to retire by rotation. One third of these Directors must retire from office at each Annual General Meeting (AGM), but each retiring director is eligible for re-election at such meeting. Accordingly, Sh. Vijay Krishna Shunglu (DIN: 00032683) is liable to retire by rotation at the ensuing AGM and being eligible, has offered himself for re-appointment. Further, in terms of

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Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, no listed Company shall appoint or continue the appointment of a Non - Executive Director, who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

Rationale:

Despite being 87 years of age, Sh. Vijay Krishna Shunglu is in good health and of sound and alert mind. The Board is confident about her being able to function and discharge his duties in an able and competent manner. Based on the recommendation of the Nomination and Remuneration Committee and taking into account Sh. Vijay Krishna Shunglu's seniority, expertise and vast experience, which has immensely benefited the Company, the Board of Directors considered and recommended the re-appointment of Sh. Vijay Krishna Shunglu as a Non-executive Director and Chairman of the Company, liable to retire by rotation.

Sh. Vijay Krishna Shunglu has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars issued by the MSEI pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

The appointee Director Sh. Vijay Krishna Shunglu may be treated as interested in this resolution.

None of the other Directors, Key Managerial Personnel of the Company and their relatives, is concerned or interested, financially or otherwise, in the resolution.

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

Item No. 4

Mr. Vijay Kumar Gupta is the Managing Director & Chief Executive Officer of the Company and Ms. Kavita Kalwaney is the Executive Director & Chief Financial Officer of the Company. Their remuneration has been approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee in accordance with the provisions of the Companies Act, 2013.

Pursuant to the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013, where, in any financial year, the Company has no profits or its profits are inadequate, payment of remuneration to managerial personnel beyond the limits specified under Section 197 requires approval of the Members

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by way of a Special Resolution, subject to compliance with Schedule V of the Act.

In order to ensure continuity in the management of the affairs of the Company and to avoid the need for obtaining shareholders' approval every time such a situation arises, the approval of the Members is sought to authorise payment of remuneration to Mr. Vijay Kumar Gupta and Ms. Kavita Kalwaney in accordance with the provisions of the Companies Act, 2013, including Schedule V thereto.

The Nomination and Remuneration Committee and the Board of Directors have recommended the Special Resolution set out at Item No. 4 for approval of the Members.

Except Mr. Vijay Kumar Gupta and Ms. Kavita Kalwaney, and their respective relatives, none of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Special Resolution set out at Item No. 4 for approval by the Members.

Item No.5

The Company is registered with the Reserve Bank of India as a (NBFC-ND-ICC). The Company is also engaged in the business of trading. The management of the Company is planning to expand its trading activities in domestic market and international market for increasing its income as well as profitability. With the expected increased turnover, the Company cannot meet its mandatory requirement of 50-50 test on comparison with its income from financial activities and thus, the Company is planning to operate its trading business in association with DSD Enterprises Pvt Ltd on income-sharing basis, thereby to avoid the violation of said mandatory requirement of RBI. The Board of Directors of the Company at meeting held on 07/08/2026, based on the recommendation of the Audit Committee, has approved the proposal and hence, approval of the shareholders is being sought as ordinary resolution.

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Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, particulars of the transactions with DSD Enterprises Private Limited are as follows:

Name of the Related Party	**DSD Enterprises Private Limited**
Name of the Director or key managerial personnel who is related, if any	Mr. Vijay Kumar Gupta Ms. Kavita Kalwaney
Nature of relationship	The entire shareholding of DSD Enterprises Private Limited is owned by Mr. Vijay Kumar Gupta and Ms. Kavita Kalwaney who are Directors of this Company also.
Nature, material terms, monetary value and particulars of the contract or arrangements	Trading/Business activities, financing of funds in the normal course of business at arm's length on terms & conditions not detrimental to the interest of the Company.
Any other information relevant or important for the members to take a decision on the proposed resolution.	None

None of the other Directors, Key Managerial Personnel of the Company and their relatives, is concerned or interested, financially or otherwise, in the resolution.

Place : New Delhi
Date: 07.08.2026

By Order of the Board
Vijay Kumar Gupta
Managing Director/CEO
DIN-00243413

ANNEXURE –A

Details of Directors seeking appointment/reappointment at the forthcoming Annual General Meeting [In pursuance of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.]

Name of Director	**MR VIJAY KRISHNA SHUNGLU**
Date of Birth	21.07.1939
DIN	00032683
Date of Appointment / Re-Appointment	29.05.2018 // 26.08.2023
Type of Appointment	Liable to Retire by Rotation
Qualification	Post Graduate
Expertise in specific functional area	Former IAS Officer and former Comptroller & Auditor General (CAG) of India with expertise of +40 years in public administration, audit, finance, corporate governance, strategic planning, regulatory compliance and risk management. Associated with The Delhi Safe Deposit Co. Ltd. since 29/05/2018
Directorship held in other companies	NIL
Memberships/Chairmanship of Committees of other Companies	NIL
Relationship with other Director/s	NONE
Number of Shares held in the Company	2,28,048 Equity Shares

Place: New Delhi
Dated: 07.08.2026

By Order of the Board
Vijay Kumar Gupta
Managing Director/ CEO
DIN:00243413