



NOTICE OF THE FIFTEENTH EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the **15th Extraordinary General Meeting** of the Members of Arka Fincap Limited is to be held on Friday, March 6, 2026, at **04.30 p.m.** at 2504, 2505, 2506, One Lodha Place, Lodha World Towers, Senapati Bapat Marg, Lower Parel, Mumbai 400013 to transact the following businesses:

SPECIAL BUSINESS:

1. Appointment of Mr. Aman Kirloskar (DIN: 09823056) as a Non-Executive Director:

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 (i) provisions of Section 161 and Section 152 of the Companies Act, 2013 and the applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“**the Act**”); (ii) applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“**SEBI LODR**”); (iii) Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions, 2025 (“**RBI Directions**”); (iv) RBI Advice Letter No. DOR.HGG.No.S8094/18-12-109/2025-2026 dated January 28, 2026; (v) various declarations/disclosures/confirmations obtained from Mr. Aman Kirloskar (DIN: 09823056); (vi) provisions of the Memorandum of Association and Articles of Association of the Company; (vii) Policy on Selection/“Fit & Proper” Person Criteria of the Company (“**Fit & Proper Policy**”); (viii) all other applicable laws, acts, rules, regulations, guidelines, circulars, directions and notifications; (ix) pursuant to the recommendation of Nomination and Remuneration Committee (“**NRC**”); (x) pursuant to the approval of the Board of Directors of the Company (“**Board**”) and subject to such other consent(s) / permission(s) / sanction(s), as may be required, consent of the Members of the Company be and is hereby accorded for appointment of Mr. Aman Kirloskar (DIN: 09823056) as a Non-Executive Director of the Company for a term of five (5) years effective from January 28, 2026 till January 27, 2031, liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to undertake all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, expedient, proper or desirable to give full effect to the aforesaid resolution including but not limited to delegate any powers to any officials of the Company conferred upon the Board by this resolution and to settle all questions/doubts/queries/difficulties that may arise in this regard, at any stage without being required to seek any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

2. Alteration of the Object Clause of the Memorandum of Association of the Company:

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

“**RESOLVED THAT** pursuant to the (i) provisions of Sections 4, Section 13, Section 15 and all other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules framed thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) (“**Act**”) (ii) all other laws, acts, rules, regulations, guidelines, circulars, directions and notifications, applicable from time to time and (iii) approval of the Board of Directors of the Company (“**Board**”) and subject to such other approvals, consents and permissions

Arka Fincap Limited

Registered Address: 2504, One Lodha Place, S.B. Marg, Lower Parel, Mumbai – 400013

Website: www.arkafincap.com | **Email:** info.af@arkafincap.com | **T:** 022 4047 1000 | **CIN:** U65993MH2018PLC308329

of Registrar of Companies, Reserve Bank of India, appropriate authorities, departments or bodies as and to the extent necessary, in this regard, consent of the members be and is hereby accorded to alter/amend the existing object clause of the Company by inserting the following new sub clause in Clause 3rd (a) (object clause) of the Memorandum of Association of the Company and naming it as '3':

3rd (a) (3) - "To carry on the business of factoring both domestic and international and forfaiting, by purchasing (whether with or without recourse), selling, discounting, rediscounting, or assignment of debts, receivables, decrees, actionable and other claims of any nature whatsoever, or by providing otherwise various other factoring services and activities such as but not limited to full factoring, maturity factoring, invoice discounting, both disclosed and undisclosed, collection and recovery of debts, receivables, bills, notes, cheques, pay orders, commercial papers and other money market and negotiable instruments availing of notes, bills, commercial papers, money market instruments, actionable claims and other instruments and rights, and lending moneys or providing advance payment facility against purchase of debts and receivables.

"RESOLVED FURTHER THAT pursuant to the insertion of new sub clause 3 under the Clause 3rd(a) of the Memorandum of Association of the Company, the other clauses under the Object Clause of the Memorandum of Association be renumbered accordingly."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred as the **"Board"** which term shall include any committee constituted / may be constituted by the Board or any other person(s), for the time being exercising the powers conferred on the Board by this resolution and as may be authorised by the Board in this regard) be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation issuing clarifications and resolving all questions of doubt, to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any further clarification, consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, to settle all questions, difficulties or doubts that may arise in regard to the alteration of the Main Object clause of Memorandum of Association and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive."

3. Alteration to the Articles of Association of the Company consequent to the adoption of the Common Seal:

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

"RESOLVED THAT pursuant to (i) the provisions of Section 5 of the Companies Act, 2013 read with the provisions of the Companies (Incorporation) Rules, 2014 and the applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("**the Act**"); (ii) all other laws, acts, rules, regulations, guidelines, circulars, directions and notifications, applicable from time to time and (iii) approval of the Board of Directors of the Company ("**Board**") and subject to such other consent(s) / permission(s), as may be required, consent of the members be and are hereby accorded for adoption of the common seal of the company."

"RESOLVED THAT pursuant to (i) the provisions of Section 5, Section 14, Section 15 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable rules framed thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) ("**the Act**"); (ii) all other laws, acts, rules, regulations, guidelines, circulars, directions and notifications, applicable from time to time and (iii) approval of the Board of Directors of the Company ("**Board**") and subject to such other consent(s) / permission(s), consent of the Members of the Company be and is hereby accorded for effecting the alteration to Article 78 of the Articles of Association of the Company as mentioned below:

78. THE SEAL

- (i) *The Board shall provide for the safe custody of the seal.*
- (ii) *The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorized by it in that behalf, and except in the presence of the Managing Director or of a director and of the secretary or such other person as the Board or of a committee of the Board may appoint for the purpose; and such Managing Director or a director and the secretary or such other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.*

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred as the “**Board**” which term shall include any committee constituted / may be constituted by the Board or any other person(s), for the time being exercising the powers conferred on the Board by this resolution and as may be authorised by the Board in this regard) be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation issuing clarifications and resolving all questions of doubt, to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any further clarification, consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, to settle all questions, difficulties or doubts that may arise in regard to the alteration of the Articles of Association and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.”

**By the Order of the Board of Directors
For Arka Fincap Limited**

**Niki Mehta
Company Secretary
Membership No. A472986**

Registered Office:

2504, 2505, 2506, One Lodha Place, Lodha World Towers,
Senapati Bapat Marg, Lower Parel, Mumbai 400013

Date : March 06, 2026

Place : Mumbai

NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”), the Secretarial Standards on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Special Business as set out in the Notice convening 15th Extraordinary General Meeting of the Company (“EGM Notice”) is annexed hereto and forms part of the EGM Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
3. Pursuant to the provisions of the Act and the Rules made thereunder, a person can act as proxy on behalf of the members not exceeding 50 (fifty) in number and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. Proxies submitted on behalf of the companies, must be supported by an appropriate resolution/authority, as applicable. A member holding more than 10% (ten percent) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
4. In pursuance of Section 113 of the Act, Corporate members intending to appoint their authorized representatives to attend and to vote at the EGM are requested to send a certified true copy (PDF Format) of their Board/Governing Body Resolution/Authorization to the Company. The said resolution/authorization can be sent to the Company at e-mail: arkasecretarialandcompliance@arkafincap.com.
5. Proxy shall not vote, except on a Poll.
6. All the relevant documents referred to in EGM Notice and the explanatory statement and such statutory records and registers will be available for inspection by the Members without any fee, at the Registered Office of the Company during normal business hours on any working day (except Saturday and Sunday) and during the continuance of EGM. The Members can send a request to the Company at arkasecretarialandcompliance@arkafincap.com to inspect the same.
7. The relevant details as required under Clause 1.2.5 of secretarial standard on general meetings issued by the Institute of Company Secretaries of India, in respect of disclosures in the explanatory statement is given in the annexure forming part of this EGM Notice.
8. Members are requested to note that they may write their queries in respect of the resolution set out in the EGM Notice at arkasecretarialandcompliance@arkafincap.com.
9. The route map showing directions to reach the venue of the EGM forms part of this EGM Notice.



ANNEXURE TO NOTICE OF EXTRAORDINARY GENERAL MEETING (“EGM”)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND OTHER RELEVANT PROVISION(S) OF THE COMPANIES ACT, 2013, SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARDS ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA.

Item No. 1:

Appointment of Mr. Aman Kirloskar (DIN: 09823056) as a Non-Executive Director:

Members are hereby informed that the composition of the Board comprises of 7 Directors of which 1 is Non-Executive Non-Independent Director, 5 Independent Directors and 1 Managing Director.

Members are further requested to note that Kirloskar Oil Engines Limited (“KOEL”) is the ultimate Holding Company and Promoter of the Company. The Kirloskar Family has played a pivotal role in shaping the legacy, values, and strategic direction of the Company. Their enhanced continued involvement reinforces the long-term vision and stability of the organization. Currently, Ms. Gauri Kirloskar serves on the Board, representing the Kirloskar Family. In order to induct one more Director on the Board from the Kirloskar Family and in alignment with our commitment to strengthening corporate governance and enhancing strategic oversight, the Board of Directors (“the Board”) based on the recommendation of the Nomination and Remuneration Committee (“the Committee”) and subject to the prior written permission of the Reserve Bank of India (“RBI”) and subject to the approval of the shareholders of the Company, at its meeting held on October 27, 2025, approved the appointment of Mr. Aman Kirloskar (DIN: 09823056) as an Additional Non-Executive Director of the Company, liable to retire by rotation, effective from the date of approval of the RBI or such other date as may be specified by the RBI.

Further, pursuant to Para 10 of the Reserve Bank of India (Non-Banking Financial Companies – Governance) Directions, 2025, the Company had submitted an application to the RBI seeking prior approval for the proposed change in management, resulting in a change of more than 30% of the Non-Independent Directors. Members are hereby informed that in response to the application made by the Company, RBI, vide its Letter No. DOR.HGG.No.S8094/18-12-109/2025-2026 dated January 28, 2026, conveyed its permission for the change in management arising from the appointment of Mr. Aman Kirloskar as Director on the Board of the Company for a term not exceeding five (5) years.

Members are hereby apprised that (i) considering that the appointment of Mr. Aman Kirloskar as an Additional Non-Executive Director, as earlier approved by the Committee and Board, did not specify a fixed term of appointment; (ii) the Board resolution specifying that appointment of Mr. Aman Kirloskar being effective from the date of approval of the RBI or such other date as may be specified by the RBI; and (iii) aligning the appointment of Mr. Aman Kirloskar with the terms specified by RBI i.e., for a term not exceeding five (5) years, basis the recommendation of the Committee on February 2, 2026, the Board of Directors on February 3, 2026 approved the appointment of Mr. Aman Kirloskar as an Additional Non-Executive Director on the Board of the Company for a term of five (5) years commencing from January 28, 2026 till January 27, 2031, liable to retire by rotation and subject to the approval of the shareholders of the Company.

Members are requested to note the brief profile of Mr. Aman Kirloskar, as detailed below:

Mr. Aman Kirloskar started his career with the Kirloskar Group as a Supply Chain Manager with Kirloskar Chillers Private Limited in May 2018. He later joined Kirloskar Pneumatic Company Limited as a Senior Manager in August 2019. In 2020, he was elevated to General Manager (Operations) and since then is actively involved in managing the manufacturing, Supply Chain, Foundry, Plant Engineering and Quality of Air Compressor and Transmission Divisions. He also helped to scale up of production of screw compressors during the second wave of covid when the nation was in desperate need of oxygen and the machines required to produce it. Thereafter he took over as head of the Air Conditioning and Refrigeration business unit in 2023. In this role he has helped launch and sell new products and significantly increase the overall sales and profitability of the division.

He also heads group level initiatives in areas like ESG compliance. He chairs the group level Environment Conservation committee which spearheads various initiatives across multiple business units focused on sustainability, green technology and circular economy.



The additional information/disclosure as required under Secretarial Standards on General Meetings including brief profile of Mr. Aman Kirloskar (DIN: 09823056) is annexed as **Annexure A** to this EGM Notice.

Members are requested to note that the Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Mr. Aman Kirloskar (DIN: 09823056) as a Director of the Company.

Mr. Aman Kirloskar (DIN: 09823056) has provided his consent to act as a Director of the Company and has also confirmed that he does not attract any disqualifications as per relevant regulatory provisions of the Act, SEBI LODR and RBI Directions.

Basis the declarations/documents/confirmations furnished by Mr. Aman Kirloskar, the Board is of the opinion that he fulfils the conditions/criteria specified under the Act and SEBI LODR in relation to his appointment as a Non-Executive Director of the Company.

The notice of candidature received from a member under Section 160 of the Act, is available for inspection by the Members of the Company during normal business hours on any working day and during the continuance of EGM. The Members can send a request to the Company at arkasecretarialandcompliance@arkafincap.com to inspect the same.

In terms of Section 161, Section 152 of the Act and the rules framed thereunder, the appointment of Mr. Aman Kirloskar (DIN: 09823056) as an Non-Executive Director is subject to approval of the shareholders of the Company.

In compliance with the provisions of Sections 152, 161 and other applicable provisions of the Act and in terms of the applicable provisions of SEBI LODR, each as amended, appointment of Mr. Aman Kirloskar as a Non-Executive Director of the Company, liable to retire by rotation, for a term of five (5) years commencing from January 28, 2026 till January 27, 2031, is being placed before the Members for their approval by way of a Special Resolution at this EGM.

The Board recommends the resolution set out in the EGM Notice to the Members for their consideration and approval, by way of Special Resolution.

Except for Mr. Aman Kirloskar (DIN: 09823056) and their relatives as per the Act, none of the other Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise in the special resolution set out in the EGM Notice.

Item No. 2:

Alteration of the Object Clause of the Memorandum of Association of the Company:

Members are requested to note that the Company currently has a diversified credit portfolio comprising of the following core business verticals:

- Wholesale Lending
- SME Prime LAP
- Secured Business Lending/Small Ticket LAP
- Retail Lending (Wheels Business)

Company has identified the factoring business (departmentally and not as a Factor NBFC) as a strategic growth opportunity aligned with its long-term objective of expanding its financial services portfolio. The proposed entry into factoring will also enable the Company to cater to the receivables financing requirements of Micro, Small and Medium Enterprises (MSMEs), thereby strengthening its presence in the MSME ecosystem and supporting liquidity access for businesses. Factoring Business can also help the Company in Asset Liability Management wherein short tenure of the product matches perfectly with the short-term borrowings, reducing interest rate risk.

The members are requested to note that the Company can carry on such businesses as is permitted under the "Objects Clause" as contained in its Memorandum of Association. Further, in terms of the applicable provisions of the Reserve Bank of India and the regulatory framework governing Non-Banking Financial Companies, to carry on the business of factoring, it is a primary requirement that the Objects Clause of the Company expressly authorizes the Company to undertake such activity.



Accordingly, to carry on the Factor Business, it is proposed to alter the Objects Clause as contained in the Memorandum of Association of the Company i.e., Clause 3rd(a) by inserting the following object and numbering it as sub clause 3:

To carry on the business of factoring both domestic and international and forfaiting, by purchasing (whether with or without recourse), selling, discounting, rediscounting, or assignment of debts, receivables, decrees, actionable and other claims of any nature whatsoever, or by providing otherwise various other factoring services and activities such as but not limited to full factoring, maturity factoring, invoice discounting, both disclosed and undisclosed, collection and recovery of debts, receivables, bills, notes, cheques, pay orders, commercial papers and other money market and negotiable instruments availing of notes, bills, commercial papers, money market instruments, actionable claims and other instruments and rights, and lending moneys or providing advance payment facility against purchase of debts and receivables.

Accordingly, the Board of Directors of the Company at their meeting held on March 6, 2026, subject to the approval of the Members of the Company, inter alia, approved alteration of the Main Objects clause of the Memorandum of Association of the Company to incorporate the aforesaid clause.

Members are requested to note that approval of the Members of the Company is required in terms of Section 13 of the Companies Act, 2013 for alteration to the Main Object clause of the Memorandum of Association of the Company.

The draft copy of the amended Memorandum of Association is available for inspection by the Members without any fee, at the Registered Office of the Company during normal business hours on any working day (except Saturday and Sunday) and during the continuance of EGM. The Members can send a request to the Company at arkasecretarialandcompliance@arkafincap.com to inspect the same.

In compliance with the provisions of Sections 13 of the Companies Act, 2013 (“Act”) read with the Companies (Incorporation) Rules, 2014 (“Rules”) and other applicable provisions of the Act, alteration of Memorandum of the Company, is being placed before the Members for their approval by way of a Special Resolution at this EGM.

The Board recommends the resolution set out in the EGM Notice to the Members for their consideration and approval, by way of Special Resolution.

None of the Directors or Key Managerial Personnel of the Companies or their relatives are in any way, concerned or interested, financially or otherwise in the special resolution set out at item no. 2 of this EGM Notice.

Item No. 3:

Alteration to the Articles of Association of the Company consequent to the adoption of the Common Seal:

The Company being a Non-Banking Financial Company (“NBFC”) in order to cater to its liquidity requirements and business operations is required to raise funds from various sources which includes term loans from banks/financial institutions, assignment and securitization of loan portfolio etc.

As part of the transaction documents involved in the above-mentioned arrangements, the Company is required to execute various transaction documents including power of attorney (“POA”) in favour of the other party. In this regard, having a common seal in the Company will lend flexibility and operational convenience in execution of the transaction documents wherein the Board or its Committee can authorize any personnel as its signatory for execution of POA by way of affixing a common seal, wherever required.

In view of the above, it is proposed to adopt a common seal and to amend the Article of Association (“AOA”) of the Company pursuant to Section 5 of the Companies Act, 2013.

Considering the above, the Board of Directors of the Company at their meeting held on March 6, 2026, subject to the approval of the shareholders of the Company, inter alia approved the amendment to the AOA of the Company to include provisions with respect to the Common Seal of the Company.

Members are further requested to note that pursuant to the provisions of Section 14 of the Companies Act, 2013, a Company may by way of special resolution passed by the shareholders of the company can alter its AOA.

The existing clause on Common Seal as contained in the Articles of Association and the proposed clause is as given below:

Article number	Existing Clause	Proposed Clause
78	<i>The provision of common seal shall not apply to the Company.</i>	<i>(i) The Board shall provide for the safe custody of the seal. (ii) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorized by it in that behalf, and except in the presence of the Managing Director or of a director and of the secretary or such other person as the Board or of a committee of the Board may appoint for the purpose; and such Managing Director or a director and the secretary or such other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.</i>

In compliance with the provisions of Sections 14 of the Companies Act, 2013 (“Act”) read with Rule 33 of Companies (Incorporation) Rules, 2014 (“Rules”) and other applicable provisions of the Act, alteration to the Articles of Association of the Company, is being placed before the Members for their approval by way of a Special Resolution at this EGM.

The Board recommends the resolution set out in the EGM Notice to the Members for their consideration and approval, by way of Special Resolution.

The draft copy of the amended Article of Association is available for inspection by the Members without any fee, at the Registered Office of the Company during normal business hours on any working day (except Saturday and Sunday) and during the continuance of EGM. The Members can send a request to the Company at arkasecretarialandcompliance@arkafincap.com to inspect the same.

None of the Directors or Key Managerial Personnel of the Companies or their relatives are in any way, concerned or interested, financially or otherwise in the special resolution set out at item no. 3 of this EGM Notice.

**By the Order of the Board of Directors
For Arka Fincap Limited**

**Niki Mehta
Company Secretary
Membership No. A472986**

Registered Office:

2504, 2505, 2506, One Lodha Place, Lodha World Towers,
Senapati Bapat Marg, Lower Parel, Mumbai 400013

Date : March 06, 2026

Place : Mumbai

ANNEXURE A

PURSUANT TO THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS, BRIEF RESUME AND OTHER DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AT THIS EXTRAORDINARY GENERAL MEETING IS FURNISHED BELOW:

Particulars	Mr. Aman Kirloskar (DIN: 09823056)
Date of Birth	06-09-1994
Qualification	Bachelor of Science in Business Administration.
Date of first appointment	Proposed to be appointed for a term of five (5) years effective January 28, 2026 till January 27, 2031, liable to retire by rotation.
Brief Profile including qualification and experience and expertise in specific functional areas	<p>Mr. Aman Kirloskar started his career with the Kirloskar Group. He is actively involved in managing the manufacturing, Supply Chain, Foundry, Plant Engineering and Quality of Air Compressor and Transmission Divisions at Kirloskar Pneumatic Company Limited. He also helped to scale up of production of screw compressors during the second wave of covid when the nation was in desperate need of oxygen and the machines required to produce it. Thereafter he took over as head of the Air Conditioning and Refrigeration business unit in 2023. In this role he has helped launch and sell new products and significantly increase the overall sales and profitability of the division.</p> <p>He also heads group level initiatives in areas like ESG compliance. He chairs the group level Environment Conservation committee which spearheads various initiatives across multiple business units focused on sustainability, green technology and circular economy.</p>
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Mr. Aman Kirloskar is the first cousin of Ms. Gauri Kirloskar, Non-Executive Non-Independent Director of the Company.
Shares held in the Company	Nil
Directorships held in other companies	<ol style="list-style-type: none"> 1. Alpak Investments Private Limited 2. Indifour Consult Private Limited 3. Systems And Components India Private Limited 4. Kirloskar Ferrous Industries Limited
Memberships/ Chairmanship of Committees in other companies	Nil
Details of last remuneration drawn	NA
Remuneration sought to be paid	Sitting Fees and Commission (if any)
Terms and conditions of appointment	Appointment as a Non-Executive Director of the Company for a term of five (5) years commencing from January 28, 2026 till January 27, 2031, liable to retire by rotation.
No. of Board Meetings attended during the year (2025-26)	Not Applicable



Arka Fincap Limited

Registered and Corporate Office:

2504, 2505, 2506, One Lodha Place, Lodha World Towers,

Senapati Bapat Marg, Lower Parel, Mumbai 400013

Phone: +91 22 4047 1000 Email: arkasecretarialandcompliance@arkafincap.com

CIN: U65993MH2018PLC308329

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	U65993MH2018PLC308329		
Name of the Company	:	Arka Fincap Limited		
Registered Office	:	2504, 2505, 2506, One Lodha Place, Lodha World Towers, Senapati Bapat Marg, Lower Parel, Mumbai 400013		
Name of the Member(s)	:			
Registered Address	:			
E-mail Id	:			
Folio No. / Client ID	:		DP ID	
I/We being the member(s) of _____ shares of the above named Company, hereby appoint:				
1	Name			
	Address			
	E-mail Id		Signature	
	Or failing him			
2	Name			
	Address			
	E-mail ID		Signature	
	Or failing him			
3	Name			
	Address		Signature	
	E-mail ID			

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 15th Extraordinary General Meeting of the Company to be held on Friday, March 06, 2026 at 04.30 p.m. at Registered Office of the Company at 2504, 2505, 2506, One Lodha Place, Lodha World Towers, Senapati Bapat Marg, Lower Parel, Mumbai 400013 and at any adjournment thereof in respect of such resolutions as are indicted below:

Sr. No	RESOLUTIONS
1.	Appointment of Mr. Aman Kirloskar (DIN: 09823056) as a Non-Executive Director of the Company.
2.	Alteration of the Object Clause of the Memorandum of Association of the Company
3.	Alteration to the Articles of Association of the Company consequent to the adoption of the Common Seal

Signed this _____, 2026

Signature of the Shareholder: _____

Signature of Proxy holder(s) : _____

Affix
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
5. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated



Arka Fincap Limited

Registered and Corporate Office:

2504, 2505, 2506, One Lodha Place, Lodha World Towers,

Senapati Bapat Marg, Lower Parel, Mumbai 400013

Phone: +91 22 4047 1000 Email: arkasecretarialandcompliance@arkafincap.com

CIN: U65993MH2018PLC308329

Attendance Slip

(To be handed over at the entrance of the venue)

Registered Folio No. / DP ID /Client ID	:	
Name of the Member(s)	:	
Address	:	
Joint Holder 1	:	
Joint Holder 2	:	

I hereby record my presence at the 15th Extraordinary General Meeting of Arka Fincap Limited at Registered Office of the Company at 2504, 2505, 2506, One Lodha Place, Lodha World Towers, Senapati Bapat Marg, Lower Parel, Mumbai 400013 on Friday, March 06, 2026 at 04.30 p.m.

Full name of the Member (in BLOCK LETTERS) _____

Full name of the Proxy (in BLOCK LETTERS) _____

Member's/ Proxy's Signature _____

ROUTE MAP FOR THE VENUE OF THE EXTRAORDINARY GENERAL MEETING

