Notice

Annual General Meeting

NOTICE is hereby given that the 21st Annual General Meeting of the Members of **IndusInd Securities Limited (Formerly known as "Reliance Securities Limited")** will be held on **Thursday, August 20, 2026 at 11:00 a.m.** at 11th Floor, R-Tech IT Park, Nirlon Compound, Off Western Express Highway, Goregaon East, Mumbai – 400063 to transact the following business: -

<u>Ordinary Business</u>:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and Auditors thereon.

2. To approve the appointment of a Director in place of Mr. Sanjay Sharma, Whole-time Director (DIN: 09592199), who retires by rotation and being eligible, offers himself for re-appointment as director.

<u>Special Business:</u>

3. **To approve the appointment of Mr. Rajeev Srivastava (DIN: 07053900) as Managing Director of the Company for a period of five (5) years.**

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

"RESOLVED THAT in terms of the recommendation of the Nomination and Remuneration Committee and with the approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any of the Companies Act, 2013 (the "Act") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to all such approvals, consents and sanctions, as may be necessary, the consent of the members be and is hereby accorded to appoint Mr. Rajeev Srivastava as Managing Director, for a period of 5 (five) years commencing from August 20, 2026 to August 19, 2031, (both days inclusive), on the terms and conditions as set out in the explanatory Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the remuneration and perquisites payable to Mr. Rajeev Srivastava in his capacity as the Managing Director of the Company from August 17, 2026 to September 30, 2027 (both days inclusive), subject to annual revision, shall be as maybe decided by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee from time to time.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of Mr. Rajeev Srivastava as Managing Director of the Company, the remuneration and perquisites be paid or granted to him as minimum remuneration and perquisites in excess of the ceiling limits specified in Section 197 of the Act read with Schedule V and all other applicable provisions, if any of the Companies Act, 2013 (the “Act”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) thereof, as maybe amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to alter or vary the terms of the appointment of Mr. Rajeev Srivastava, including relating to remuneration, as it may, at its discretion, deem fit, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

4. **To consider and approve the regularisation of Mr. Anand Agarwal (DIN: 06398370) as an Independent Director.**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications, amendments or re-enactments thereof for the time being in force), Mr. Anand Agarwal (DIN: 06398370), who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from December 09, 2025 under Section 161 of the Act and the Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting, and who qualifies for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, being eligible, be and is hereby regularised and appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from August 20, 2026 to December 08, 2030 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company, at its meeting held on December 09, 2025, upon the recommendation of the Nomination and Remuneration Committee (“NRC”), approved the appointment of Mr. Anand Agarwal (DIN: 06398370) as an Additional Director (Independent and Non-Executive) of the Company with effect from December 09, 2025, to hold office up to the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, subject to the approval of the members at the said Annual General Meeting, to hold office as an Independent Director, not liable to retire by rotation, for a term of five (5) consecutive years from August 20, 2026 to December 08, 2030 (both days inclusive).

5. **To consider and approve the regularisation of Ms. Neelu Khatri (DIN: 07152087) as an Independent Director.**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modifications, amendments or re-enactments thereof for the time being in force), Ms. Neelu Khatri (DIN: 07152087), who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from May 22, 2026 under Section 161 of the Act and the Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting, and who qualifies for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, being eligible, be and is hereby regularised and appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from August 20, 2026 to May 21, 2031 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company, through circular resolution passed on May 19, 2026, upon the recommendation of the Nomination and Remuneration Committee ("NRC"), approved the appointment of Ms. Neelu Khatri (DIN: 07152087) as an Additional Director (Independent and Non-Executive) of the Company with effect from May 22, 2026, to hold office up to the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, subject to the approval of the members at the said Annual General Meeting, to hold office as an Independent Director, not liable to retire by rotation, for a term of five (5) consecutive years from August 20, 2026 to May 21, 2031 (both days inclusive).

6. **To consider and approve the issue of Non-Convertible Debentures (NCDs) on Private Placement Basis.**

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company, as amended from time to time and subject to such other approvals, permissions and sanctions as may be necessary, consent of the Members of the Company be and are hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof and/or any person(s) authorised by the Board) to offer, issue and allot, from time to time, in one or more tranches, such non-convertible debt securities (NCDs) including Market Linked Debentures (MLDs), Principle Protected (PP)/ Non-Principle Protected (Non-PP) including but not limited to non-convertible debentures, bonds or other instruments, on such terms and conditions as the Board and/ or committees of Board of Directors may, in its absolute discretion, deem fit, for an aggregate amount not exceeding Rs.100,00,00,000 (Indian Rupees One Hundred Crore Only), within the overall borrowing limits of the Company as approved by the Members from time to time.

RESOLVED FURTHER THAT for the purpose of implementation of this resolution:

(a) Mr. Mihir Sundhani, Head – Treasury, be and is hereby authorised, acting singly, to approve, negotiate, finalise, offer, issue and allot non-convertible debt securities including execution of all necessary documents, agreements, deeds, filings and other writings, in respect of any individual issuance or tranche not exceeding Rs.5,00,00,000 (Indian Rupees Five Crore Only);

(b) Any individual issuance or tranche exceeding Rs.5,00,00,000 (Indian Rupees Five Crore Only) shall require the prior approval of the Securities and Allotment Committee, which shall be authorised to determine and approve all terms and conditions relating to such issuance, including but not limited to the timing of the issue, class of investors, nature of instruments, number of securities, issue price, tenure, interest rate, redemption and all other matters incidental or ancillary thereto.

RESOLVED FURTHER THAT the Board of Directors and/ or committees of board of Directors and/ or Treasury Head Mr. Mihir Sundhani, be and are hereby Jointly and/ or severally authorised to determine all terms and conditions in relation to such issuance(s), including but not limited to the timing of the issue, class of investors, nature of instruments, number of securities, issue price, tenure, interest rate, redemption and all other matters connected therewith and to do all such acts, deeds, matters and things and to execute all such documents, agreements, instruments and writings as may be required, with power to delegate all or any of its powers herein conferred to any Committee or any Key Managerial Personnel of the Company, to give effect to this Resolution.**”**

By Order of the Board
For IndusInd Securities Limited
(Formerly known as “Reliance Securities Limited”)

Sd/-
Sumit Sharma
Company Secretary

Date: August 18, 2026
Place: Mumbai

Registered Office:
11th Floor, R-Tech IT Park, Nirlon Compound,
Off. Western Express Highway,
Goregaon East, Mumbai – 400063

<u>Notes</u>:

1) Statement pursuant to Section 102 (1) of the Companies Act, 2013, relating to the special business to be transacted at the Annual General Meeting is annexed hereto.

2) **A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll, instead of himself and the proxy need not be a member of the Company. The instrument appointing the Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed not less than 48 hours before the Meeting. A Proxy form is sent herewith.**

3) Members/ Proxies are requested to bring their duly filled attendance slip sent herewith to the meeting.

4) Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified true copy of their board resolution authorizing their representatives to attend and vote on their behalf at the meeting.

5) Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.

6) Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays between 11:00 a.m. to 1:00 p.m. up to the date of the Meeting.

7) The route map of the venue forms an integral part of the Notice. The prominent landmark for the venue is also enclosed therein.

8) **Re-appointment of Director who retires by rotation:**

At the ensuing Annual General Meeting, Mr. Sanjay Sharma, Whole-time Director of the Company retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offer himself for re-appointment.

Mr. Sanjay Sharma is the Whole-time Director and CFO of IndusInd Securities Limited. In his current role, he is responsible for finance and accounts for all line of business related to broking and distribution, advisory services etc., for the company.

The terms and conditions of his appointment are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays between 11:00 a.m. to 1:00 p.m. up to the date of the Meeting.

By Order of the Board
For IndusInd Securities Limited
(Formerly known as “Reliance Securities Limited”)

Sd/-
Sumit Sharma
Company Secretary

Date: August 18, 2026
Place: Mumbai

Statement pursuant to Section 102 (1) of the Companies Act, 2013 to the accompanying Notice dated August 18, 2026.

Item No. 3 To approve the appointment of Mr. Rajeev Srivastava (DIN: 07053900) as Managing Director of the Company for a period of five (5) years

The Nomination and Remuneration Committee and the Board of Directors of the Company at their meeting held on July 31, 2026 have, subject to the approval of the Members of the Company in the general meeting, appointed Mr. Rajeev Srivastava as Managing Director of the Company, liable to retire by rotation for a period of 5 (five) years commencing from August 20, 2026 to August 19, 2031 (both days inclusive) on the terms and conditions including remuneration as shall be decided by the Nomination and Remuneration Committee/ Board from time to time.

Mr. Rajeev Srivastava will be responsible for leading all line of business including broking & distribution, advisory services, research analyst for the company.

Brief Profile of Mr. Rajeev Srivastava:

Mr. Rajeev Ratan Srivastava is an accomplished business leader with more than 24 years of experience across the broking, banking and FMCG sectors in India. He has been serving as the Managing Director and Chief Executive Officer of Standard Chartered Securities (India) Limited ("SCSI") since October 2021. Prior to joining SCSI, Mr. Srivastava served as Head of Products and Business Development at HDFC Securities Limited, where he led product, pricing, platform, and business development initiatives aimed at driving business growth and addressing emerging fintech challenges. He has also held significant leadership positions at Reliance Securities Limited and ICICI Bank Limited. His professional achievements include pioneering discount broking in India and launching successful digital trading platforms. Mr. Srivastava holds a degree in Science with Mathematics and an MBA and has also completed Level II of the CFA Program USA (US).

At SCSI, Mr. Srivastava has played a pivotal role in driving the Company's turnaround and strengthening its overall performance across key areas, including financial performance, regulatory compliance, technology transformation, and the enhancement of organisational and people capabilities. His strategic vision, sustained commitment, and disciplined execution have made a meaningful contribution to the Company's growth and long-term sustainability.

Mr. Rajeev Srivastava fulfils the conditions for eligibility contained in Part I of Schedule V of the Companies Act, 2013 (the "Act").

The remuneration payable to and the terms of appointment of Mr. Rajeev Srivastava as Managing Director of the Company during the tenure of his appointment will comprise salary, allowances and other perquisites, the aggregate monetary value of such salary, allowances and perquisites being limited to Rs.1.80 crore per annum, plus discretionary bonus and stock options as may be decided by the Nomination and Remuneration Committee/ Board from time to time.

The perquisites and allowances payable to Mr. Rajeev Srivastava will include Company owned/ Leased Accommodation (furnished or otherwise) or House Rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses and/or allowances for utilization of gas, electricity, water, furnishing and repairs, medical reimbursements, leave travel concession for self and his family including dependents; medical insurance and such other perquisites and/or allowances within the amount specified above. The said perquisites and allowances shall be evaluated, wherever applicable, as per the Income Tax Act, 1961 or any Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force). However, Company's contribution to Provident Fund, Superannuation or Annuity Fund to the extent these singly or together are not taxable under the Income Tax Act, 1961 and Gratuity payable and encashment of leave at the end of the tenure, as per the rules of the Company, shall not be included in the computation of limits for the remuneration.

It is further clarified that in the event of loss or inadequacy of profits in any financial year during the currency of tenure of Mr. Rajeev Srivastava as Managing Director, the remuneration and perquisites be paid or granted to him as minimum remuneration and perquisites in excess of the ceiling limits specified in Section 197 of the Act read with Schedule V thereof, as maybe amended from time to time.

The Board or any committee thereof, subject to requisite approval(s), if necessary, is entitled and authorised to revise at any time, the salary, allowances and perquisites payable to the Managing Director of the Company.

The total managerial remuneration exceeds the prescribed limits specified under Schedule V read with Sections 196 and 197 of the Companies Act, 2013.

The information as prescribed under Section II of Part II of Schedule V of the Companies Act, 2013, is submitted below:

I	**General Information**	
i.	Nature of industry	Stock-Broker / Financial Services
ii.	Date or expected date of commencement of commercial production.	Not applicable
iii.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable

<table>
<tr><td>iv.</td><td>Financial performance based on given indicators:</td><td>
(Rupees in Lakh)
<table>
<tr><th>Particulars</th><th colspan="3">For the financial year ended</th></tr>
<tr><th></th><th>March 31, 2026</th><th>March 31, 2025</th><th>March 31, 2024</th></tr>
<tr><td>Total Income</td><td>10,772</td><td>14,806</td><td>21,265</td></tr>
<tr><td>Depreciation</td><td>516</td><td>332</td><td>354</td></tr>
<tr><td>Total Expenses</td><td>10,012</td><td>13,348</td><td>19,957</td></tr>
<tr><td>Net Profit (after tax)</td><td>760</td><td>1,371</td><td>1,275</td></tr>
<tr><td>Paid up Capital</td><td>25,355</td><td>23,500</td><td>23,500</td></tr>
<tr><td>Reserves & Surplus</td><td>(5,099)</td><td>(6,481)</td><td>(7,737)</td></tr>
<tr><td>Earning per equity share face value of Rs.10/- each fully paid up

Basic (Rs.)
Diluted (Rs.)</td><td>

0.34
0.34</td><td>

0.62
0.62</td><td>

0.58
0.58</td></tr>
</table>
</td></tr>
<tr><td>v.</td><td>Foreign investments or collaborations, if any.</td><td>Nil</td></tr>
<tr><td>II.</td><td colspan="2">Information about the appointee</td></tr>
<tr><td>i</td><td>Background details</td><td>Mr. Rajeev Ratan Srivastava is an accomplished business leader with more than 24 years of experience across the broking, banking and FMCG sectors in India. He has been serving as the Managing Director and Chief Executive Officer of Standard Chartered Securities (India) Limited (“SCSI”) since October 2021. Prior to joining SCSI, Mr. Srivastava served as Head of Products and Business Development at HDFC Securities Limited, where he led product, pricing, platform, and business development initiatives aimed at driving business growth and addressing emerging fintech challenges. He has also held significant leadership positions at Reliance Securities Limited and ICICI Bank Limited. His professional achievements</td></tr>
</table>

		include pioneering discount broking in India and launching successful digital trading platforms. Mr. Srivastava holds a degree in Science with Mathematics and an MBA and has also completed Level II of the CFA Program USA (US). At SCSI, Mr. Srivastava has played a pivotal role in driving the Company's turnaround and strengthening its overall performance across key areas, including financial performance, regulatory compliance, technology transformation, and the enhancement of organisational and people capabilities. His strategic vision, sustained commitment, and disciplined execution have made a meaningful contribution to the Company's growth and long-term sustainability.
Ii	Past remuneration (Cost to Company)	Rs.1,80,00,000/- (Rupees One Crore Eighty Lacs Only) (excluding PLI/ discretionary bonus)
iii	Recognition or awards	-
iv	Job profile and his suitability	As a Managing Director, Mr. Rajeev Srivastava will have substantial powers of management and will devote his whole time and attention to the management of the day-to-day affairs of the Company. Having been associated with the financial services industry since more than a decade, he is best suited for the position of Managing director.
V	Remuneration proposed	Salary, allowances and other perquisites- the aggregate monetary value of such salary, allowances and perquisites being limited to Rs.180 Lacs (Excluding PLI/ Discretionary Bonus) per annum as may be decided by the Nomination and Remuneration Committee/ Board from time to time. In addition, Mr. Rajeev Srivastava shall be entitled to a one-time joining bonus of Rs.20 lakhs, payable on such terms and conditions as may be approved by the Nomination and Remuneration Committee/ Board.
Vi	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the	The proposed remuneration is commensurate with the prevailing remuneration in the industry of similar size for similarly placed persons.

	relevant details would be with respect to the country of his origin)	
Vii	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Rajeev Srivastava has no pecuniary relationship directly or indirectly with the Company other than his remuneration in the capacity of a Managing Director. He is not related to any of the managerial personnel.
III	**Other information**	
i	Reasons of loss or inadequate profits	The Company has made operational profit during the financial year 2025-2026. However, due to a material amount provided on account of the provision on fixed deposits and write off as (non-recurring nature), the quantum of profit is lower than expected.
Ii	Steps taken or proposed to be taken for improvement	Way forward-the business focus will be on the following to increase the profitability: 1. Increasing income from Broking segment and Distribution business through digital adoption, increasing in customer base, new tie ups for distribution of financial product and increasing partners network. 2. Simultaneously projects adhered for IT cost reductions and trading platforms redevelopment to enhance the broking business segment mix. 3. Stable focus Proprietary trading, structured products and on advisory income.
Iii	Expected increase in productivity and profits in measurable terms	With an increase in focus on the above business initiatives and cost control, the Company is expecting to increase its profitability substantially in the next 1 to 3 years.

The Company has not made any default in repaying its debt (including public deposits) or in payment of interest thereon.

Approval of the members is accordingly sought for the appointment of Mr. Rajeev Srivastava as the Managing Director of the Company for a period of 5 (five) years, as set out in Item No. 3 of the accompanying Notice.

The terms and conditions of appointment of Mr. Rajeev Srivastava shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday, between 11:00 a.m. to 1:00 p.m. up to the date of Meeting.

The terms and conditions mentioned herein may also be treated as abstract under Section 190 of the Act.

Mr. Rajeev Srivastava is interested in the resolution set out at Item No. 3 of the Notice in regard to his appointment. Save and except Mr. Rajeev Srivastava and his relatives, none of the other Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in this resolution.

None of the Directors and/ or Key managerial personnels are interested in the said resolution except Mr. Rajeev Srivastava.

The Board accordingly recommends the special resolution set out at Item No. 3 of the accompanying Notice for the approval of the Members.

Item No. 4 To consider and approve the regularisation of Mr. Anand Agarwal (DIN: 06398370) as an Independent Director.

Mr. Anand Agarwal was appointed as an Additional Director in the Non-Executive Independent category on December 09, 2025, based on the recommendation of the Nomination and Remuneration Committee ("NRC") vide their resolution dated December 09, 2025. Pursuant to the provisions of Section 161 of the Companies Act, 2013, he holds office up to the date of this Annual General Meeting and is eligible for appointment as an Independent Director.

The Board of Directors, after taking into consideration Mr. Anand Agarwal's vast experience, expertise, and the significant value addition he has brought to the Company during his tenure, recommends his regularization as an Independent Director of the Company. This appointment will further strengthen the Board and support the Company's commitment to good governance practices.

The Company has received a notice in writing from a member proposing the candidature of Mr. Anand Agarwal for the office of Director under the provisions of Section 160 of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel, except Mr. Anand Agarwal, is in any way concerned or interested, financially or otherwise, in the resolution.

The Board therefore recommends the Special Resolution as set out at Item No. 4 of the accompanying Notice for the approval of the Members.

Item No. 5 To consider and approve the regularisation of Ms. Neelu Khatri (DIN: 07152087) as an Independent Director.

Ms. Neelu Khatri (DIN: 07152087) was appointed as an Additional Director in the Non-Executive Independent category from May 22, 2026, based on the recommendation of the Nomination and

Remuneration Committee ("NRC") vide their resolution dated May 19, 2026. Pursuant to the provisions of Section 161 of the Companies Act, 2013, she holds office up to the date of this Annual General Meeting and is eligible for appointment as an Independent Director.

The Board of Directors, after taking into consideration Ms. Neelu Khatri's vast experience, expertise, and the significant value addition she has brought to the Company during her tenure, recommends her regularisation as an Independent Director of the Company. This appointment will further strengthen the Board and support the Company's commitment to good governance practices.

The Company has received a notice in writing from a member proposing the candidature of Ms. Neelu Khatri for the office of Director under the provisions of Section 160 of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel, except Ms. Neelu Khatri, is in any way concerned or interested, financially or otherwise, in the resolution.

The Board therefore recommends the Special Resolution as set out at Item No. 5 of the accompanying Notice for the approval of the Members.

Item No. 6 To consider and approve the issue of Non-Convertible Debentures (NCDs) on Private Placement Basis.

In order to augment its financial resources for business operations, including meeting working capital requirements, MTF (Margin Trading Facility) book and for onward lending in the ordinary course of business, the Company proposes to raise funds through the issuance of Non-Convertible Debentures ("NCDs"), including Market Linked Debentures ("MLDs"), on a private placement basis.

Accordingly, the Board of Directors of the Company in their meeting held on May 05, 2026 has approved the issuance of securities up to borrowing limit of the company, in one or more tranche.

The Company required approval for the creation, offer, issuance and allotment upto 10,000 (Ten Thousand) unlisted, rated or unrated, secured, principle protected/ Non-principle Protected, non-convertible debentures including market linked debentures having a face value of Rs.1,00,000 (Indian Rupees One Lakh only) each, aggregating up to Rs.100,00,00,000 (Indian Rupees One Hundred Crores only), in one or more tranches.

The proposed NCDs may be issued as secured, rated or unrated instruments and shall be offered to eligible investors, including but not limited to financial institutions, foreign portfolio investors, strategic investors and such other persons/ entities as may be identified by the Board of Directors or a duly constituted committee thereof, from time to time.

Pursuant to the provisions of Sections 42 and 71 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended, the issuance of NCDs on a private placement basis requires the approval of the Members by way of a Special Resolution.

Further, in terms of Rule 9B of the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Company shall ensure that the said NCDs are issued in dematerialized form only.

The proposed issuance of NCDs shall not result in any dilution of equity share capital of the Company or affect the ownership or control of the Company, as the NCDs are non-convertible in nature and do not carry any voting rights.

Disclosure requirement as per the Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014:

(a) particulars of the offer including date of passing of Board resolution: - **10,000 (Ten Thousand) unlisted, secured, principle protected/ Non-Principle Protected, rated or unrated non-convertible debentures (NCDs including MLDs) having a face value of Rs.1,00,000 (Indian Rupees One Lakh only) each, aggregating up to Rs.100,00,00,000 (Indian Rupees One Hundred Crore Only), in one or more tranches.**

The Board in their meeting held on May 05, 2026, approved the issuance of securities on private placement basis up to the borrowing limit of the company, in one or more tranches, subject to approval of the Members of the Company.

(b) kinds of securities offered and the price at which security is being offered: **10,000 (Ten Thousand) unlisted, secured, rated or unrated, principle protected/ non-principle protected, non-convertible debentures (NCDs including MLDs) having a face value of Rs.1,00,000 (Indian Rupees One Lakh Only) each, aggregating up to Rs.100,00,00,000 (Indian Rupees One Hundred Crore Only).**

(c) basis or justification for the price (including premium, if any) at which the offer or invitation is being made; - **NCDs will be issued at discount/ par/ premium, in accordance with the prevailing market conditions at the time of issue.**

(d) name and address of valuer who performed valuation; - **Not Applicable.**

(e) amount which the company intends to raise by way of such securities; - **Rs.100,00,00,000 (Indian Rupees One Hundred Crore Only) on a private placement basis.**

(f) material terms of raising such securities, proposed time schedule, purposes or objects of offer contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities: - **The material terms of raising such NCDs will be determined by the Board and/ or its committees (or any other person authorised by the Board) from time to time, and at such terms and conditions as may be determined and considered proper and most beneficial to the Company by the Board under the Act and/ or other Applicable Laws.**

(g) The NCDs shall be redeemable at maturity or at the call or put option. There is no contribution being made by the promoters or directors either as part of the offer or otherwise to the issuance of NCDs.

(h) The proceeds from the issuance of the NCDs shall ultimately be utilised for its financial resources for business operations, including meeting working capital requirements and for onward lending in the ordinary course of business.

(i) The Company has created charge on Immovable Property and present and future investments and non-current and current assets of the Company.

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

The Board accordingly recommends the Special Resolutions set out at Item No. 6 of the accompanying Notice for approval of the Members.

By Order of the Board
For IndusInd Securities Limited
(Formerly known as "Reliance Securities Limited")

Sd/-
Sumit Sharma
Company Secretary

Date: August 18, 2026
Place: Mumbai

IndusInd Securities Limited

(Formerly known as "Reliance Securities Limited")

Registered Office: 11th Floor, R-Tech IT Park, Nirlon Compound, Off Western Express Highway, Goregaon East, Mumbai – 400063

CIN: U65990MH2005PLC154052 [Tel.: +91 22 4168 1200 Fax.: +91 22 4168 1220]

ATTENDANCE SLIP

ANNUAL GENERAL MEETING

*DP ID. / Client ID.		Name and Address of the registered Shareholder
Regd. Folio No.		
No. of Share(s)held		

(* Applicable for members holding share(s) in electronic form)

I /We hereby record my/our presence at the **21st Annual General Meeting** of the Members of IndusInd Securities Limited held on **Thursday, August 20, 2026 at 11:00 a.m.** at 11th Floor, R-Tech IT Park, Nirlon Compound, Off Western Express Highway, Goregaon East, Mumbai – 400063

____

Member's/Proxy's Signature

Note: Please complete this and hand it over at the entrance of the venue.

--TEAR HERE---

IndusInd Securities Limited

(Formerly known as "Reliance Securities Limited")

Registered Office: 11th Floor, R-Tech IT Park, Nirlon Compound, Off Western Express Highway, Goregaon East, Mumbai – 400063

CIN: U65990MH2005PLC154052 [Tel.: +91 22 4168 1200 Fax.: +91 22 4168 1220]

Proxy Form

Form No. MGT-11

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

Name of the Member (s):			
Registered Address:			
E-mail Id:			
*DP Id. / Client Id.		Regd. Folio No.	

(* Applicable for members holding share(s) in electronic form)

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:………………………………………………

E-mail Id: ………………………………………..Signature……………………………………………………………………………

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **21st Annual General Meeting** of the Company, to be held on **Thursday, August 20, 2026 at 11:00 a.m.** at 11th Floor, R-Tech IT Park, Nirlon Compound, Off Western Express Highway, Goregaon East, Mumbai – 400063 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no. and Matter of Resolution	For	Against
1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and Auditors thereon.		
2. To approve the appointment of a Director in place of Mr. Sanjay Sharma, Whole-time Director (DIN: 09592199), who retires by rotation and being eligible, offers himself for re-appointment as director.		
3. To approve the appointment of Mr. Rajeev Srivastava (DIN: 07053900) as a Managing Director of the Company for a period of five (5) years.		
4. To consider and approve the regularisation of Mr. Anand Agarwal (DIN: 06398370) as an Independent Director.		
5. To consider and approve the regularisation of Ms. Neelu Khatri (DIN: 07152087) as an Independent Director.		
6. To consider and approve the issue of Non-Convertible Debentures (NCDs) on Private Placement Basis.		

Signed this _____ day of_____________, 2026.

Affix Revenue Stamp

Signature of the Shareholder(s)_________________________

Signature of Proxyholder(s) ___________________________

Note: 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 Meeting.*

IndusInd Securities Limited

(Formerly known as “Reliance Securities Limited”)

Route Map to the Annual General Meeting Venue

Venue: 11th Floor, R-Tech IT Park, Nirlon Compound, Off Western Express Highway, Goregaon East, Mumbai– 400063

Landmark : Next to Hub Mall