

EFL/2025-26/74

Date: September 17, 2025

To,
The Manager (Listing),
The BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001.

Subject: Proceedings of 35th Annual General Meeting of Electronica Finance Limited (“the Company”) held on September 17, 2025.

Pursuant to Regulation 51 read with Part B of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed herewith the proceedings of 35th Annual General Meeting of the Company held on Wednesday, September 17, 2025 at 11.00 a.m. at registered office of the Company situated at ‘Audumbar’, 101/1, Dr. Ketkar Road, Erandwane, Pune - 411004.

We request you to take the same on record.

For Electronica Finance Limited

Vallabh Ghate
Company Secretary and Compliance Officer
Membership No: A41587

Copy to following for information: -

- 1) Catalyst Trusteeship Limited, GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Kothrud, Pune – 411 038.

Electronica Finance Limited

Audumbar, 101/1, Erandwane, Dr. Ketkar Road,
Pune 411004, Maharashtra (India)

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SUMMARY OF PROCEEDINGS OF 35TH ANNUAL GENERAL MEETING OF ELECTRONICA FINANCE LIMITED

The 35th Annual General Meeting (“AGM” or “Meeting”) of Electronica Finance Limited (“Company”) was held on Wednesday, September 17, 2025 at its registered office situated at ‘Audumbar’, 101/1, Dr. Ketkar Road, Erandwane, Pune - 411004 at 11.00 a.m.

The meeting was attended by the following Directors and Key Managerial Personnel (KMPs) of the Company:

Sr. No.	Name	Designation
1.	Mr. Sujit Natekar	Non - Executive Director & Chairman of Stakeholders’ Relationship Committee
2.	Mrs. Smita Sandhane	Independent Director, Chairperson of the Nomination and Remuneration Committee & Representative of the Audit Committee
2.	Mr. Vipin Maheshwari	Chief Financial Officer
3.	Mr. Vallabh Ghate	Company Secretary & Compliance Officer

Total 8 members attended the meeting including proxies and authorised representatives of Bodies Corporate.

The members present at the meeting elected Mr. Sujit Natekar, Non-Executive Director of the Company to preside over as Chairperson of the meeting. He then extended a warm welcome to the Directors, Members and invitees attending the meeting and after ascertaining requisite quorum, he called the meeting to order. He introduced the Directors and KMPs present at the AGM and informed that Ms. Shilpa Pophale, Managing Director and CEO, Ms. Sandhya Vasudevan, Mr. Uday Chitale and Mrs. Uma Mandavgane, Independent Directors and Mr. Ameya Bijoor, Mr. Stewart Langdon, & Mr. Anurag Agrawal, Non-Executive Directors of the Company were not able to attend the AGM due to certain pre-occupations.

The Chairperson further informed the members that, in accordance with Section 178(7) of the Companies Act, 2013, Mrs. Smita Sandhane, Chairperson of the Nomination and Remuneration Committee and the authorised representative of the Audit Committee, was present at the meeting.

The Chairperson further informed the members that Mr. Suraj Khalatkar, authorised representative of M/s. Sharp & Tannan Associates, Chartered Accountants, Statutory Auditors of the Company, was present at the meeting, and also apprised the members that Mr. Manoranjan Biswal, Chief Compliance Officer, Mr. Ravindra Dorle, Finance Controller and Mr. Dipankar Mohanty, Head - Treasury and Financial Planning & Analysis of the Company, were attending the meeting as invitees.

The Chairperson further informed the members that exemption was granted to M/s. NAM & Associates, Company Secretaries, Secretarial Auditors of the Company who were not able to attend the meeting due to certain pre-occupations.

After permission from the Chairperson, the Company Secretary informed the members that the notice of AGM was sent only through electronic mode to those members whose email addresses were registered with the Company/ Depositories as on August 22, 2025. He further informed that notice was available on the website of the Company at <https://www.electronicafinance.com/investor-relations/> and on the website of BSE Limited at www.bseindia.com.

With the consent of the members present, the notice convening the AGM along with Board’s and the Auditor’s Report for the financial year ended March 31, 2025 were taken as read.

The members were informed that the audit report for the financial year ended March 31, 2025 submitted by M/s. Sharp & Tannan Associates, Chartered Accountants remains unmodified, i.e., it does not contain any qualification, reservation, adverse remark or disclaimer.

It was further informed that the observations of M/s. NAM & Associates, Company Secretaries, the Secretarial Auditors of the Company in their audit report for the financial year ended March 31, 2025 and the management response thereof forms part of the Board Report. The Chairperson apprised the shareholders that the Company reiterates its commitment to ensuring strict adherence to all statutory and regulatory requirements.

The Company Secretary then informed that the statutory registers and other documents as required under relevant laws/Acts were electronically available for inspection by the members during the meeting.

The Chairperson briefed the members on overview and highlights of the performance of the Company during the FY 2024-2025 and the future prospects of the Company.

Thereafter, the following items as stated in the notice of the AGM were transacted at the meeting:

Item No.	Particulars	Resolution Type
Ordinary Business:		
1.	Adoption of audited financial statements of the Company for the financial year ended March 31, 2025 and the report of the Board of Directors and the Auditors Report thereon.	Ordinary Resolution
2.	Declaration of final dividend on Compulsory Convertible Preference Shares.	Ordinary Resolution
3.	Appointment of Director in place of Mr. Ameya Bijoor, Non-Executive (Nominee) Director (DIN: 08905242) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
Special Business:		
4.	Re-appointment of Ms. Shilpa Pophale as Managing Director and CEO of the Company.	Ordinary Resolution
5.	Appointment of Mr. Uday Chitale (DIN: 00043268) as an Independent Director on the Board of the Company.	Ordinary Resolution
6.	Appointment of Mrs. Uma Mandavgane (DIN: 03156224) as an Independent Director on the Board of the Company.	Ordinary Resolution
7.	Amendments in 'Electronica Finance Limited - Employee Stock Option Plan 2017 ("ESOP 2017"/ "Plan").	Special Resolution
8.	Issuance and offer of 5,90,292 (Five Lakh Ninety Thousand Two Hundred And Ninety-Two) Series B2 Compulsorily Convertible Cumulative Preference Shares through preferential allotment on a private placement basis.	Special Resolution
9.	Issuance of Non-Convertible Debentures upto ₹1,000 Crore in one or more tranches.	Special Resolution

The Chairperson then invited the members of the Company for any queries or views related to the agenda set out in the notice of the meeting. The queries raised by the members' present were duly replied by the Directors and Company officials present at the meeting. The resolutions were put to vote and passed with requisite majority by voting through show of hands.

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Thereafter, the Chairperson placed a formal vote of thanks and expressed his sincere gratitude to all the members for their continued support & trust and for participation at the meeting.

The meeting concluded at 11.30 a.m. with a vote of thanks to the Chair and members present at the meeting.

For Electronica Finance Limited

Vallabh Ghate

Company Secretary and Compliance Officer

Membership No: A41587



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