

August 06, 2025

To,
The Manager,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

Subject: Proceedings of Extraordinary General Meeting of M/s Usha Financial Services Limited held on Wednesday, August 06, 2025, at 04:00 P.M. through Video Conferencing (VC)/ Other Audio-Visual Means ("OAVM")

SYMBOL: USHAFIN
REF: NSE/LIST/4811
ISIN: INE0LS001014

Dear Sir/Madam,

This is to inform that the Extra-Ordinary General Meeting ("EGM") of members of M/s Usha Financial Services Limited, duly convened on Wednesday, August 06, 2025, at 04:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Pursuant to Regulation 30 read with Schedule III of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155, dated November 11, 2024, the proceedings of the Extra-Ordinary General Meeting ("EGM") are enclosed as **Annexure-I**.

The above information will also be made available on the Company's website at www.ushafinancial.com.

Kindly take the above intimation on your records.

Thanking You

Yours Faithfully,

For USHA FINANCIAL SERVICES LIMITED
Usha Financial Services Limited


Company Secretary

Kritika
(Company Secretary and Compliance Officer)
Membership No. A65161

**Proceedings of Extraordinary General Meeting held on
Wednesday, 06th August 2025**

The Extraordinary General Meeting (“EGM”) of M/s Usha Financial Services Limited held on Wednesday, 06th August 2025 at 04.00 (P.M.) IST through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”), in compliance with the Ministry of Corporate Affairs General Circular No. 09/2024 dated 19th September 2024 read with other previous MCA General Circulars and other applicable provisions of the Companies Act, 2013 and Circulars issued by the Securities and Exchange Board of India.

The deemed venue for the said EGM was the Registered Office of the Company at Plot No. 73, First Floor, Patparganj, Industrial Area, Delhi-110092.

Members present through Video Conferencing: 34

Directors' and KMPs present through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”):

1. Mr. Rajesh Gupta, Managing Director
2. Mrs. Geeta Goswami, CEO & Director
3. Mrs. Nupur Gupta, Director
4. Mr. Anoop Garg, Director
5. Mr. Pankaj Jain, Independent Director
6. Mrs. Nimisha Jain, Independent Director
7. Mr. Prashant Raghuvanshi, CFO
8. Ms. Kritika, Company Secretary and Compliance Officer

The representatives of the following Auditors present through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”):

1. M/s Rajeev Shagun Gupta & Co., Statutory Auditors

In attendance through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”):

1. Chairman of Audit Committee
 2. Chairman of Nomination and Remuneration Committee
 3. Mr. Mohit Singhal, Scrutinizer for the meeting
- I. Mr. Rajesh Gupta, Managing Director of the Company chaired the proceedings of the meeting. He introduced himself to the members. He then welcomed the Members and/or their representatives, the Directors, KMPs and Auditors, to the Extraordinary General Meeting (“EGM”) of the Company and started the formal proceedings with a formal speech.
- II. The Company Secretary welcomed the Members and their representatives, Directors, KMPs, Statutory Auditors and the Scrutinizer to the EGM of the Company. She confirmed the presence of requisite quorum and called the meeting to be in order. She informed the members about the following:

- that the Company has provided the facility to attend/join the EGM through VC/OAVM through the NSDL e-Voting system.
- about the availability of the Registers of Directors and KMPs and their Shareholding, Register of Contracts, and other related documents/ registers for inspection electronically at the office of the company.
- that in compliance with provisions of SEBI (LODR) Regulations, 2015, the Companies Act, 2013, and the Circulars issued by the Ministry of Corporate Affairs, the Company has provided remote e-voting facility through National Securities Depository Limited (NSDL) to the members as on the cut-off date i.e., 30th July, 2025 for a period of 3 days starting from 03rd August, 2025 at 09:00 A.M. to 05th August, 2025 at 05:00 P.M. The Company has also provided the facility to vote, through NSDL e-Voting system, available during the EGM to the Members, who are present at the EGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting, to enable them to cast their vote electronically on the items mentioned in the Notice of EGM.

III. Notice of the EGM, was taken as read as the same has already been circulated to the Members.

IV. The following items of Special business, as set forth in the Notice of EGM, were read out at the meeting: -

Item No. 1 : To approve increase in Authorized Share Capital.
Resolution Type: Ordinary Resolution

Item No. 2 : To approve issuance of bonus shares.
Resolution Type: Ordinary Resolution

Item No. 3 : To approve the appointment of statutory auditors in case of a casual vacancy.
Resolution Type: Ordinary Resolution

Item No. 4 : To approve the re-appointment of Mr. Pankaj Jain as independent director of the company.
Resolution Type: Special Resolution

Item No. 5 : To approve the re-appointment of Mrs. Nimisha Jain as independent director of the company.
Resolution Type: Special Resolution

Item No. 6 : Consideration and approval for offer and issuance of non-convertible debentures up to an aggregate amount of Rs.100,00,00,000/- (Rupees One Hundred Crores only).
Resolution Type: Special Resolution

Item No. 7 : Approval for material related party transaction(s) with Uninav Developers Private Limited for the financial year 2025-26.

Resolution Type: Ordinary Resolution

Item No. 8 : Approval for material related party transaction(s) with Nupur Infratech Private Limited for the financial year 2025-26.

Resolution Type: Ordinary Resolution

Item No. 9: Approval for material related party transaction(s) with Nupur Recyclers Limited for the financial year 2025-26.

Resolution Type: Ordinary Resolution

Item No. 10: Approval for material related party transaction(s) with Nupur Hospitality Private Limited for the financial year 2025-26.

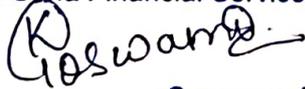
Resolution Type: Ordinary Resolution

- V. Thereafter, those Members, who registered themselves as a "Speaker", were invited to express their views/ ask questions during the meeting and the discussions were made.
- VI. The Company Secretary mentioned that on the receipt of the final report from the scrutinizer, the results of voting shall be announced within 2 working days of conclusion of meeting. The results of voting shall be displayed and placed on the website of the Company, once they are declared. Further, the results would also be placed on the website of NSDL and will be disseminated to the National Stock Exchange of India Limited and be made available on their website.
- VII. The Chairman as well as the Company Secretary proposed vote of thanks to the Directors, Members and their representatives, Statutory Auditors & Scrutinizer for their participation, constructive suggestions and comments and prayed for their safety and good health.
- VIII. Thereafter, the Company Secretary requested the Members to cast their vote who had not already casted their vote as the e-voting window was kept open for another 15 minutes.
- IX. The meeting commenced at 04:00 p.m. IST and concluded at 04:32 p.m. IST. (including 15 minutes allowed for casting votes by the members).

Thanking you,
Yours faithfully,

For USHA FINANCIAL SERVICES LIMITED

For Usha Financial Services Limited



Kritika Company Secretary

(Company Secretary and Compliance Officer)
Membership No. A65161