July 23, 2026

BSE Limited Listing Department Phiroze Jeejeebhoy Towers, Dalal Street Mumbai – 400 001	The Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051

Sub.: Proceedings/Outcome of the Eleventh Annual General Meeting of the Company pursuant to Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is to inform you that the Eleventh Annual General Meeting ("AGM") of Veritas Finance Limited ("the Company") was held on Thursday, July 23, 2026, at 10:00 A.M. through Video Conferencing mode (VC) and Other Audio Visual Means (OAVM) and concluded at 10:30 A.M.

Please find enclosed herewith the summary of proceedings of the Eleventh Annual General Meeting in accordance with Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The above information will also be available on the website of the Company at https://www.veritasfin.in/

Kindly take the same on record.

Thanking you,

For Veritas Finance Limited
(Formerly known as Veritas Finance Private Limited)

ARUNA VENKATESAN
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Date: 2026.07.23 11:37:18 +05'30'

V. Aruna
Company Secretary and Compliance officer
M. No.: A60078

Summary of the proceedings of the Eleventh Annual General Meeting (AGM) held on July 23, 2026.

The 11th Annual General Meeting ("AGM") of the members of Veritas Finance Limited (the "Company") was held on Thursday, July 23, 2026, at 10:00 A.M., through Video Conferencing mode (VC) and Other Audio Visual Means (OAVM) as per the provisions of the Companies Act 2013, the Rules thereunder, the Secretarial Standards, and also in line with the circulars issued by the Ministry of Corporate Affairs and SEBI. As mentioned in the AGM notice dated July 01, 2026, read together with the Addendum to the AGM Notice dated July 20, 2026, the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company and the same is considered as the deemed Venue of the AGM.

The Company Secretary welcomed the Members present, Directors, representatives of the corporate members, Auditors of the Company and invitees to the Meeting. She confirmed that the Annual General Meeting (AGM) was being conducted through Video Conferencing mode (VC) and Other Audio Visual Means (OAVM) in accordance with the framework provided in MCA's General Circulars in this regard, which allows the Companies to conduct their AGMs through Video Conference or Other Audio Visual Means (VC / OAVM).

Mr. D. Arulmany, Managing Director & Chief Executive Officer, was elected as the Chair of the meeting and with the requisite quorum being present, the Chairman called the Meeting to order.

The members were informed that the registers of Directors and Key Managerial Personnel and their shareholding and other documents as mentioned in the notice of the meeting were open for inspection for the members of the Company during the office hours of the Company. The members were informed that they may send a request for the inspection to the Company Secretary.

The notice convening the meeting having already been circulated to the members was taken as read with the general consent of the members present. The Chairman enquired whether the members had any queries on the resolutions proposed to be passed as per the AGM notice dated July 01, 2026, read together with the Addendum to the AGM Notice dated July 20,2026. There being no queries from members, the Chairman provided a brief rationale to the shareholders through the list of resolutions in the AGM notice dated July 01, 2026, as modified by the Addendum to the AGM Notice dated July 20,2026, which was placed before them for their approval.

Accordingly, the following businesses were transacted as under:

ORDINARY BUSINESS

1. **TO CONSIDER, APPROVE AND ADOPT THE AUDITED FINANCIAL STATEMENTS TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND ITS ANNEXURES AND THE AUDITORS' THEREON:**

   The Members were informed that Audited Standalone Financial Statements were circulated to the Members together with the Report of Board of Directors and its annexures and the Auditors Report thereon. The aforesaid matter was put to vote by way of an ordinary resolution, and the same was unanimously approved.

2. **TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. PARIN NALIN MEHTA (HOLDING DIN: 08528090) AS A NOMINEE DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:**

   The Members were informed that Mr. Parin Nalin Mehta, Non-Executive Nominee Director, was liable to retire by rotation and being eligible offered himself for the reappointment as Non-Executive Nominee Director as per the provisions of Section 152 of Companies Act, 2013. The aforesaid matter was put to vote by way of an ordinary resolution, and the same was unanimously approved.

SPECIAL BUSINESS

3. **INITIAL PUBLIC OFFER OF EQUITY SHARES OF THE COMPANY**

   The Members were informed that the Company intends to undertake an initial public offering ("IPO") of its equity shares of face value of ₹10 each (the "Equity Shares"), comprising a fresh issue of Equity Shares (the "Fresh Issue") of ₹9,000 million and an offer for sale by certain existing shareholders (the "Selling Shareholders") up to 12,827,093 Equity Shares. The aforesaid matter was put to vote by way of a special resolution, and the same was unanimously approved.

4. **TO CONSIDER AND ADOPT THE AMENDED ARTICLES OF ASSOCIATION OF THE COMPANY**

   The Members were informed that, in order to align the articles of association of the Company (the "Articles of Association") with the listing requirements of the stock exchanges where the Equity Shares of the Company are proposed to be listed, the applicable SEBI Regulations, Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, subject to the necessary approvals required, of the shareholders of the Company and that of the Registrar of Companies, Tamil Nadu and Andaman at Chennai ("ROC"), and further subject to such other terms, conditions, stipulations, alterations, amendments or modifications as may be required, specified or suggested by the ROC, and the Securities and Exchange Board of India and stock exchanges in connection with listing of equity shares, and the waiver cum amendment agreement to the shareholders' agreement to be executed by the Company and the parties specified therein, it is proposed to amend and adopt the Articles of Association of the Company. The aforesaid matter was put to vote by way of a special resolution, and the same was unanimously approved.

5. TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. PRAKASH RAYEN J, AS DIRECTOR AND EXECUTIVE DIRECTOR – BUSINESS AND OPERATIONS (WHOLE TIME DIRECTOR) OF VERITAS FINANCE LIMITED ("THE COMPANY").

Mr. Prakash Rayen. J, Executive Director- Business and Operations, recused himself from the meeting due to conflict of interest in this agenda.

The Members were informed that the Company had proposed the appointment of Mr. Prakash Rayen J as a Director and Executive Director – Business and Operations (Whole Time Director) of the Company for a period of five years with effect from July 23, 2026, to July 22, 2031. The details of his remuneration and other terms and conditions of his appointment were also presented to the Members for their approval. The aforesaid matter was put to vote by way of a special resolution, and the same was unanimously approved.

6. TO INCREASE THE BORROWING POWERS OF THE BOARD OF DIRECTORS

The Members were informed that, in order to meet the growth plans of the Company, based on the recommendations of the Board in its meeting held on March 20, 2026, the borrowing limit was previously approved by the shareholders at the EGM held on April 15, 2026, from Rs. 9500,00,00,000/- (Rupees Nine Thousand Five Hundred Crores only) to Rs. 12000,00,00,000/- (Rupees Twelve Thousand Crores only) pursuant to Section 180(1)(c) of the Companies Act, 2013. However, to align and rationalize the timeline with the AGM, the matter was proposed for shareholders' approval once again at the AGM. The aforesaid matter was put to vote by way of a special resolution, and the same was unanimously approved.

7. AUTHORIZATION FOR ISSUANCE AND ALLOTMENT OF DEBT SECURITIES

The Members were informed that that based on the recommendations of the Board in its meeting held on March 20, 2026, the authorisation for issuance and allotment of debt securities was previously approved by the shareholders at the EGM held on April 15, 2026. However, to align and rationalize the timeline with the AGM, the matter was proposed for shareholders' approval once again at the AGM. Accordingly, the members were informed that the Company intends to raise funds through such issuance, as may be determined by the Board from time to time, subject to the limits approved under Section 42 of the Companies Act, 2013, up to ₹2,000,00,00,000/- (Rupees Two Thousand Crores only) or such other limits as may be interchanged within the overall approved limit of ₹12,000,00,00,000/- (Rupees Twelve Thousand Crores only). Thereafter, the special resolution was put to vote by Chairman and was passed unanimously.

8. **TO UNDERTAKE THE TRANSACTION(S) FOR SECURITIZATION/SELLING/TRANSFER/DIRECT ASSIGNMENT OF ITS RECEIVABLES/BOOK DEBTS**

The Members were informed that, with an objective to diversify the funding sources, introduce new instruments, and facilitate effective asset liability management and liquidity requirements of the Company, it has been proposed to undertake multiple transactions for securitization of loan receivables, sale, transfer, and/or direct assignment of receivables/book debts of the Company, together with any underlying security interest and contractual comfort, if any and was further informed that the aggregate value of such transactions shall be up to ₹1,800,00,00,000/- (Rupees One Thousand Eight Hundred Crores only) on an outstanding basis, from time to time. The Members were also informed that the said item was previously approved by the shareholders at the EGM held on April 15, 2026. However, to align and rationalize the timeline with the AGM, the matter was proposed for shareholders' approval once again at the AGM. Thereafter, the special resolution was put to vote by Chairman and was passed unanimously.

9. **TO APPROVE CREATION OF SECURITY COVER / CHARGES ON THE ASSETS OF THE COMPANY AS PER SECTION 180(1)(A) OF COMPANIES ACT, 2013**

The Members were informed that, pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the approval of the Members was required for creation of charges, mortgages, and hypothecations, in addition to the existing charges, mortgages, and hypothecations, on the properties and assets of the Company, both present and future, including the whole or substantially the whole of the undertaking(s) of the Company, on such terms and conditions as may be determined.

The Members were also informed that the said item was previously approved by the shareholders at the EGM held on April 15, 2026. However, to align and rationalize the timeline with the AGM, the matter is being proposed for shareholders' approval once again at the AGM. The aforesaid matter was put to vote by way of a special resolution, and the same was unanimously approved.

10. <u>TO CONSIDER AND APPROVE THE PAYMENT OF ANNUAL COMMISSION TO THE INDEPENDENT DIRECTORS OF THE COMPANY FOR FY 2025-26</u>

The Members were informed about the annual commission proposed to be paid to the Independent Directors of the Company for FY 2025-26 based on the recommendation of the Board in its meeting held on May 07, 2026, and the recommendations of the Nomination and Remuneration committee in its meeting held on April 22, 2026. Thereafter, the special resolution was put to vote by the Chairman and was passed unanimously.

There being no other business to transact, Chairman declared the meeting as closed and the meeting concluded at 10:30 A.M. with a vote of thanks to the Chair

For Veritas Finance Limited,
(Formerly known as Veritas Finance Private Limited)

ARUNA VENKATESAN

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V. Aruna
Company Secretary and Compliance officer
M. No.: A60078