

RAJATH FINANCE LIMITED

[CIN: L65910MH1984PLC419700]

Registered Office: Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol Maroshi Road, Andheri (E), Marol Bazar, Mumbai - 400059.

Phone: 022-29200027 / 022-29200037 E-mail: rajathfin@hotmail.com Website: www.rajathfinance.in

05.03.2024

To,
The Department of Corporate Services,
The BSE Ltd., 1st floor,
Phiroze JeeJeebhoy Towers,
Dalal Street,
Mumbai-400 001
Maharashtra

Ref: Scrip Code :507962

Sub: Submission of Notice of Extra-ordinary General Meeting of Rajath Finance Limited.

Dear Sir/Madam,

With reference to the above subject and pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed electronic copy of the Notice of the Extra-ordinary General Meeting of Rajath Finance Ltd ("the Company") to be held on Thursday, 28th Day of March, 2024 at 02:30 P.M. at Registered office of the Company Situated at Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol Maroshi Road, Andheri (E), Marol Bazar, Mumbai - 400059, India. The same has being sent on 05th March 2024 by email to those members whose email address are registered with the Depository Participant(s) / Link Intime India Private Limited, ("RTA" of the Company).

The said notice is also available on the website of the Company at www.rajathfinance.in.

Kindly take the same on record.

Thanking You,

Yours faithfully,

For RAJATH FINANCE LIMITED



**AKASH HIRENBHAI BHERDARE
COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: As above

NOTICE OF EGM

Rajath Finance Limited

CIN: L65910MH1984PLC419700

Address of Registered Office:

Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol Maroshi Road, Andheri (E), Marol Bazar, Mumbai - 400059, Maharashtra.

Phone: 022-29200027 / 022-29200037

E-Mail Id: rajathfin@hotmail.com

WEB: www.rajathfinance.in

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that Extra-ordinary General Meeting of the Members of the Company will be held on Thursday, 28th March 2024 at 02:30 p.m. at the Registered Office of the Company situated at Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol Maroshi Road, Andheri (E), Marol Bazar, Mumbai- 400059, Maharashtra, India, to transact the following businesses:

❖ Special Business:

1. To Ratify the Remuneration of Mrs. Jaya Nigam and Change of Designation:

To consider and, if thought fit, to pass with or without modification(s), as a SPECIAL RESOLUTION the following:

“RESOLVED THAT Pursuant to the provisions of Section 196, 197 and 203 read with schedule V and other applicable provisions, if any of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Remuneration of Managing Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), applicable clauses of the Articles of Association of the Company, the consent of members be and is hereby accorded to ratify the terms of remuneration and to change the Designation from Director to Whole Time Director of Mrs. Jaya Nigam [DIN: 05193565] for a period of 5 years with effect from 20th March, 2024 on terms and condition as may be accepted and decided by the board.

RESOLVED FURTHER THAT the any amount paid to Mrs. Jaya Nigam be held in trust would be refundable within the prescribed time specified under the Companies Act, 2013 if waiver not approved by the members in the general Meeting.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Mrs. Jaya Nigam, remuneration and perquisites not exceeding the ceiling laid down in Schedule V to the Companies Act, 2013, and / or in excess of schedule V as may be decided by the Board of Directors from time to time.

RESOLVED FURTHER THAT the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT any Directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.

RESOLVED FURTHER THAT any director of the Company be and is hereby severally authorized to sign, certify, and submit the copy of this Resolution to any authority, if required.”

Date: 05.03.2024
Place: Mumbai

By Order of the Board of Directors,
For, Rajath Finance Limited

AKASH HIRENBHAI BHEDA
COMPANY SECRETARY

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTES:

- A. A Member entitled to attend and vote at the Extraordinary General Meeting (“the meeting”) is entitled to appoint a proxy to attend and vote on poll and the proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital may appoint a single person as proxy and such person shall not act as a proxy for any other person or member. The instrument of 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 commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
- B. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 20th March, 2024 to Thursday, 28th March, 2024.
- C. In accordance with the MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“SEBI Listing Regulations”), the soft copy of notice is being sent to all the members whose email address is registered with Company/Depository Participant(s). Further for those members who have not registered their email address, may note that copy of notice is also available on the website of the company at www.rajathfinance.in and also on the website of the Stock exchange at www.bseindia.com for download.
- D. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
- E. In Compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, your company is pleased to provide remote e-Voting facility to its members for the business as may be transacted at the Extra-ordinary General Meeting of the Company.

NOTICE OF EXTRA ORDINARY GENERAL MEETING

- F. The members who have cast their votes by remote e-voting prior to the day of EGM may attend the meeting but shall not be entitled to cast their vote again at the venue of the EGM.
- G. E-voting platform for remote e-voting shall be provided by the Link Intime India Private Limited (Instavote), Registrar and Share Transfer Agent of the Company. The detailed instructions for remote e-voting as per the SEBI Circular dated 09th December, 2020 are annexed to this notice.
- H. The remote e-voting period shall commence at 09:00 AM on Monday, 25th March, 2024 and will end at 05:00 PM on Wednesday, 27th March, 2024. During this period, the members of the company holding shares as on the cutoff date i.e Thursday, 21th March, 2024 may cast their vote electronically. E-voting module shall be disabled by the Link Intime after 05:00 PM on Wednesday, 27th March, 2024. During the EOGM, voting can be done through ballot/polling paper.
- I. The person whose name is registered in the register of members of the Company or in the register of beneficial owners as maintained by the depositories as on Friday, 01st March, 2024 [Cut-off date for receiving Notice], shall be entitled for receiving of the Notice of Extraordinary General Meeting, through their registered email-id.
- J. PHD & Associates (Practicing Company Secretary) has been appointed as the Scrutinizer to scrutinize the e-voting process and Voting through Poll at the venue of the EGM in a fair and transparent manner.
- K. The results shall be declared within two working days after the EGM of the Company. The Results along with the Scrutinizer's Report(s) will be available on the website of the Company (www.rajathfinance.com) and on LIPL's website (<https://instavote.linkintime.co.in>), within two (2) days of passing of the resolutions at the EGM and communicated to the BSE Limited, where the shares of the Company are listed.
- L. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9 A.M. to 5 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Extraordinary General Meeting of the Company.

NOTICE OF EXTRA ORDINARY GENERAL MEETING

❖ **Instructions for e-Voting:**

Please read the instructions given below before exercising the voting right through remote e-voting.

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
 2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

NOTICE OF EXTRA ORDINARY GENERAL MEETING

2. Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

NOTICE OF EXTRA ORDINARY GENERAL MEETING

*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

*Shareholders holding shares in **NSDL form**, shall provide 'D' above

- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - ▶ Click "confirm" (Your password is now generated).
3. Click on 'Login' under '**SHARE HOLDER**' tab.
 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type | Helpdesk details |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

NOTICE OF EXTRA ORDINARY GENERAL MEETING

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & e-voting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.

ANNEXURE TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING (EGM) OF RAJATH FINANCE LIMITED

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT"):

The Explanatory Statement in terms of the provisions of Section 102(1) of the Act, sets out all material facts relating to the Special Business mentioned in the accompanying Notice for convening the Extra-ordinary General Meeting ("EGM") of Rajath Finance Limited on Thursday, 28th March 2024 at 02:30 p.m. (IST):

Item No. 1

Mrs. Jaya Nigam was appointed as the Additional Director of the Company on 21st July 2023, and she was regularized as director in the Annual General Meeting held on 30th September 2023, The Board of Director in their meeting held on 14th February 2024 has ratified remuneration and has approved of change of designation from Director to whole time director of Mrs. Jaya Nigam.

The Remuneration paid is subject to approval of members to waive off the recovery of amount paid to Mrs. Jaya Nigam in excess of limits prescribed under Section and corresponding Rules. However, in case if the waiver not approved by the Members, then the Past Remuneration paid will be held in trust and would be refundable within the prescribed time specified under the Companies Act, 2013.

The Brief Profile of Mrs. Jaya Nigam is provided in annexure A to the Notice.

General Information

1. Nature of Industry: The Company is engaged in Finance Activity.

2. Date of commencement of commercial production: The Company is not involving manufacturing one. The operations of the Company commenced after its incorporation. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: **Not Applicable**

3. Financial performance based on given indicators: The Company is currently running into Loss, however, is taking all appropriate actions to generate profit.

4. Foreign investments or collaborations, if any: Nil

5. Information about the appointee:

Mrs. Jaya Nigam has over all experience 22 years in the Indian Fixed Income Markets working in Bank Treasury, Asset Management Company, and Brokerage Houses.

She has extensive experience in achieving effective collaboration with management, co-workers, vendors and clients.

Past Remuneration: Any amount paid will be held in trust would be refundable within the prescribed time specified under the Companies Act, 2013 incase if waiver off the remuneration not approved by the Members.

6. Recognition or Awards: NIL

6. Job Profile and her suitability: Mrs. Jaya Nigam is responsible for all day-to-day activities and would be responsible for the implementing policies and programs to improve business operations. She will look after the over working of the Company.

7. Terms and Conditions of Remuneration: The Company will pay Mrs. Jaya Nigam, remuneration and perquisites not exceeding the ceiling laid down in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013, and / or in excess of schedule V.

8. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: Taking into consideration the size of the Company, the profile of Mrs. Jaya Nigam and the responsibilities shouldered on her, and the industry bench marks, the proposed remuneration adequate in compared to the comparable Companies.

9. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Nil

In compliance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act, read with Schedule V to the Act and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended, The Members are requested to grant their approval for wavier of recovery of the excess remuneration paid to Mrs. Jaya Nigam and approve the terms of appointment and remuneration. Further, remuneration proposed above shall be valid for a period of five years w.e.f. March 20, 2024 until revised further.

The Board of Directors is of the view that the change in designation of Mrs. Jaya Nigam as Whole Time Director will be beneficial to the operations of the Company.

None of the Directors of the company is concerned or interested in the resolution.

The Board recommends the resolution set forth in item no.1 for the approval of the members.

Date: 05.03.2024

Place: Mumabi

By Order of the Board of Directors,
For, Rajath Finance Limited

AKASH HIRENBHAI BHEDA
COMPANY SECRETARY

ANNEXURE - A

| Particulars | Details |
|--|---|
| Name | Jaya Nigam |
| Qualification | Postgraduate |
| Brief Profile (in case of appointment) | <p>Mrs. Jaya Nigam is recently associated with the Company. She holds the qualification of BSC (Maths) from Mumbai University and Master of Management Studies in Finance from Mumbai University. She has 22 years of experience in the Indian Fixed Income Markets working in Bank Treasury, Asset Management Company and Brokerage Houses.</p> <p>Work Experience</p> <ul style="list-style-type: none">▪ Rich experience in managing sovereign bonds and corporate bonds portfolio▪ Seasoned professional with experience in managing liquidity and asset liability gaps of the portfolio▪ Excellent working relationship with market participants (Banks, Insurance companies, Corporate Treasuries, Mutual Funds etc.)▪ Excellent working relation with Indian financial market regulators▪ Thorough understanding and interpretation of macro variable and using it for liquidity, asset-liability and bond portfolio management▪ Regular contributor to framing investment strategies with inputs on market dynamics and future trends to optimize investments▪ Energetic and self-motivated team player/builder. At ease in high stress, fastpaced environments with emerging and multiple responsibilities. With an ability to rapidly achieve organizational integration, easily assimilate job requirements.▪ Good teamwork, management, oral & written communication, interpersonal, intuitive, and analysis skills. Thrive in both independent and collaborative work environments. |
| Relationship with other directors of the Company | Nil |

Form No. MGT-11

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 : L65910MH1984PLC419700
Name of the company : Rajath Finance Limited
Registered office : Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol
Maroshi Road, Andheri (E), Marol Bazar, Mumbai - 400059, Maharashtra, India

| | |
|-----------------------|--|
| Name of the Member | |
| 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
s:
E-mail Id:
Signature:, or failing him
2. Name:
Address
s:
E-mail Id:
Signature:, or failing him
3. Name:
Address
s:
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 Extra-ordinary General Meeting of the Company, to be held on the 28th day of March, 2024 at 02.30 p.m. at Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol Maroshi Road, Andheri (E), Marol Bazar, Mumbai- 400059, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Resolution |
|-------------------------|--|
| Special Business | |
| 1 | To Ratify the Remuneration of Mrs. Jaya Nigam and Change of Designation. |

Signed this..... day of..... 2024

Signature of
shareholder Signature
of Proxy holder(s)

Affix
Revenue
Stamp of
Re.1

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered & Corporate Office of the Company, not less than 48 hours before the commencement of the Meeting.
 2. A proxy shall prove his identity at the time of attending the Meeting.
 3. The proxy form should be signed across the revenue stamp as per specimen signature(s) registered with the Company/Depository Participant.
 4. A Proxy need not be a member of the Company.
 5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the Proxy will stand automatically revoked.
 6. 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.
 7. In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.
 8. If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.
 9. Undated proxy form will not be considered valid.
 10. Please complete all details including details of member(s) in above box before submission.
- *Applicable for Investors holding shares in demat form.

Form No. MGT-12**Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]

RAJATH FINANCE LIMITED**[CIN: L65910MH1984PLC419700]**

Registered Office: Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A, Marol Maroshi Road, Andheri (E), Marol Bazar, Mumbai - 400059, Maharashtra, India

Phone: 022-29200027 / 022-29200037 **Website:** www.rajathfinance.com

Email: rajathfin@hotmail.com

BALLOT PAPER

| S No. | Particulars | Details |
|--------------|--|----------------|
| 1 | Name of the First Named Shareholder (In block letters) | |
| 2 | Postal Address | |
| 3 | Registered folio No./ *Client Id No. (*Applicable to investor holding shares in dematerialized form) | |
| 4 | Class of Shares | Equity Shares |

I hereby exercise my vote in respect of Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

| No. | Item Details | No. of Shares held by me | I assent to the resolution | I dissent from the resolution |
|------------|---|---------------------------------|-----------------------------------|--------------------------------------|
| 1 | To Ratify the Remuneration of Mrs. Jaya Nigam and Change of Designation | | | |

Place:

Date:

(Signature of the shareholder)

Rajath Finance Limited

Registered office : Office No.1001, Tenth Floor, K.P. Aurum Building, CTS No.426A,
Marol Maroshi Road, Andheri (E), Mumbai - 400059, Maharashtra,
India

Tel: 022-29200027 / 022-29200037

Website: <http://rajathfinance.in/>

