



AUTHUM INVESTMENT & INFRASTRUCTURE LIMITED

CIN: L51109MH1982PLC319008

Registered Address: 707, Raheja Centre, Free Press Journal Marg, Nariman Point, Mumbai – 400 021
Corporate Office: 11th Floor, The Ruby, North-West Wing, Senapati Bapat Road, Dadar West, Mumbai - 400028

Email: secretarial@authum.com, Website: www.authum.com, Ph. No.: (022) 6747 2117

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 read with Section 108 of the Companies Act, 2013, Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014, each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India.]

E-VOTING COMMENCES ON	E-VOTING CONCLUDES ON
Friday, May 29, 2026 at 9:00 AM (IST)	Saturday, June 27, 2026 at 05:00 PM (IST)

Dear Member(s),

NOTICE is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“Rules”), read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024, Circular No. 03/2025 dated September 22, 2025 and any other circulars as issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the resolution set out below is proposed to be passed by the members of **Authum Investment & Infrastructure Limited** (“Authum” or “the Company”) by means of Postal Ballot, only by way of remote e-voting process.

Pursuant to Section 110 read with Sections 102 and 108 of the Act and other applicable provisions of the Act, an Explanatory Statement pertaining to the said Special Resolution setting out the material facts and the reasons / rationale thereof is annexed to this Postal Ballot Notice (“Notice”) for your consideration and forms part of this Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company has appointed Mr. Mayank Arora, Practicing Company Secretary (Membership No. F10378 and COP No. 13609) partner of M/s. Mayank Arora & Co., as the Scrutinizer of remote E-voting process for conducting the Postal Ballot in a fair and transparent manner.

In compliance with the MCA Circulars, this Notice is being sent by e-mail to only those Members, who have registered their e-mail addresses with the Company / Registrar & Share Transfer Agent / Depository / Depository Participants and whose names appear in the Register of Members / List of Beneficial Owners of the Company provided by Depositories as on **Friday, May 22, 2026 (“cut-off date”)**. In case the Member’s e-mail address is not registered or updated with the Company, they can follow the process mentioned in the Notes to this Notice for receiving the copy of Notice, login ID and password for E-voting on the proposed Resolutions.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to remote e-voting (“e-voting”) i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to this Postal Ballot Notice under the head ‘Instructions for e-voting’. The communication of Assent or Dissent of the Members would only take place through remote E-voting facility.

Members holding equity shares of the Company on the Cut-off Date mentioned in this Postal Ballot Notice are requested to carefully read the instructions mentioned under the head ‘Instructions for e-voting’ in this Postal Ballot Notice and record their assent (“FOR”) or dissent (“AGAINST”) on the proposed resolution through the e-voting process. **The e-voting period will commence at 9:00 A.M. (IST) on Friday, May 29, 2026 and will end at 5:00 P.M. (IST) on Saturday, June 27, 2026.** The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) for the purpose of providing e-voting facility to its members. Members are requested to cast their votes through the remote E-voting process within the remote E-voting period, failing which it will be strictly considered that no vote has been received from the concerned Member.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by e-voting not later than **5:00 P.M. (IST) on Saturday, June 27, 2026.** E-voting will be blocked immediately thereafter by CDSL and no e-voting will be allowed beyond the said date and time.

The results of the Postal Ballot/ e-voting will be declared along with the Scrutinizer’s Report on or before **Tuesday, June 30, 2026** and shall be placed on the website of the Company at www.authum.com; on the e-voting website of CDSL at www.evotingindia.com and shall also be simultaneously communicated to BSE Limited (“BSE”) at www.bseindia.com and National Stock Exchange Limited (“NSE”) at www.nseindia.com where the equity shares of the Company are listed.

The Scrutinizer will submit their report to the Chairman of the Board and / or the Company Secretary of the Company, after completion of scrutiny of votes casted electronically. The results of Postal Ballot will be declared to the Stock Exchanges where the Equity Shares of the Company are listed within two working days from the conclusion of Postal Ballot through remote E voting process i.e. on or before **Tuesday, June 30, 2026.** Additionally, the Scrutinizers Report along with the Voting Results will be uploaded on the Company’s website at www.authum.com and on the website of CDSL <https://www.evotingindia.com/>

The Resolution, if passed with the requisite majority through Postal Ballot, shall be deemed to have been passed, on the last date specified for e-voting i.e. **Saturday, June 27, 2026.**

The Explanatory Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the SEBI Listing Regulations is also attached.

SPECIAL BUSINESS:

ITEM NO. 1

Amendment to Memorandum of Association (“MOA”) as per the provisions of the Companies Act, 2013

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

“**RESOLVED THAT** pursuant to the provisions of Section(s) 4, 13, 15 of the Companies Act, 2013 (the “Act”) read with the Companies (Incorporation) Rules, 2014 and Schedule I of the Act and other applicable provisions, if any, (including any statutory modification(s) or amendment(s) and re-enactment(s) thereof, for the time being in force), provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and subject to such other necessary statutory and regulatory approvals and modifications, if any, consent of the members be and is hereby accorded to make modifications/ amendments to the Memorandum of Association (“MOA”) of the Company, in accordance with Schedule I of the Companies Act 2013, with expansion / refinement and amplification to the object clause contained in Clause III of the Memorandum of Association (“MOA”) with such changes as detailed hereinafter.

RESOLVED FURTHER THAT the existing Clause III of the MOA of the Company, i.e. Objects Clause’ be and is hereby amended in the following manner:

1. The title of the existing Clause III(A) be and is hereby retained and read as “The objects to be pursued by the Company on its incorporation are” with no changes in the existing sub-clauses numbered 1 to 2.
2. Insertion of the following sub clauses in the main objects of the Company under Clause III(A) after sub-clause 2 of the Memorandum of Association of the Company be numbered 3 to 8 as provided hereunder:

“3. To carry on the business of an investment company in all its branches and to invest, buy, sell, purchase, exchange, subscribe, acquire, underwrite, hold, transfer, convert or otherwise deal in any shares, securities, stocks, debentures, debenture stock, bonds, notes, negotiable instruments, warrants, certificates, mortgages, obligations, inter-corporate deposits, commercial papers, units of mutual funds, units of Alternative Investment Funds, Exchange Traded Funds, Real Estate Investment Trusts (REITs), Infrastructure Investment Trusts (InvITs), options, futures, derivatives and other marketable or non-marketable securities and instruments issued, guaranteed or given by any government, semi-government body, local authority, public sector undertaking, company, corporation, co-operative society, trust, fund or any other organisation or entity; and to acquire and hold controlling, strategic or other interests in the securities or loan capital of any company or companies.

4. *To provide financial services, advice, and facilities of every description and do business of a Non-Banking Financial Company and to undertake and or arrange or syndicate all types of business relating to financing of consumers, individuals, industry or corporates, for all kinds of vehicles, aircrafts, ships, machinery, plants, two-wheelers, tractors and other farm equipments, consumer durables, equipment, renewable energy equipment / infrastructure, construction equipment, housing equipment, capital equipment, office equipment, their spares and components, real estate, infrastructure work or activity, including used / refurbished products, as also services of every kind and description, computers, storage tanks, toll roads, communication satellites, communication lines, factories, rolling stock, movable and immovable property, to engage in all forms of*

securitisation, installment sale and/or deferred sale relating to goods or materials, to purchase the book debts and receivables of companies and to lend or give credit against the same, to undertake real estate business, to borrow, to transact business as promoters, financiers, monetary agents, to carry out the business of a company established with the object of financing industrial enterprises and to arrange or provide financial and other facilities independently or in association with any person, Government, Financial Institutions, Banks, Industrial Companies or any other agency, in the form of lending or advancing money by way of loan, working capital finance, refinance, project finance or in any other form, whether with or without security, to institutions, bodies corporate, firms, associations, societies, trusts, authorities, industrial enterprises and to arrange or provide facilities for the purposes of infrastructure development work or for providing infrastructure facilities or engaging in infrastructure activities and to raise and provide venture capital and promote or finance the promotion of joint stock companies, to invest in, to underwrite, to manage the issue of, and to trade in their shares or other securities.

5. *To promote the formation and mobilisation of capital, to manage capital savings and investment, to undertake bills discounting business, to purchase, finance, discount, re-discount, bills of exchange, to act as a discount and acceptance house, to arrange acceptance or co-acceptance of bills, to borrow, to lend, to negotiate loans, to transact business as promoters, financiers, monetary agents, to invest the capital or other funds of the Company in the purchase or acquisition of or rights in movable and immovable property, to use the capital, funds and assets of the Company as security for borrowing and the acquisition of or rights in movable or immovable property, or shares, stocks, debentures, debenture stock, bonds, mortgages, obligations, securities, revolving underwriting facilities and issue, acceptance and registration of all types of instruments, or to finance their acquisition by leasing or hire purchase or in any other manner, to raise or provide venture capital, to promote or finance the promotion of all types of instruments, or to finance their acquisition by leasing or hire purchase or in any other manner, to raise or provide venture capital, to promote or finance the promotion of joint stock companies, to invest in, to underwrite, to manage the issue of, and to trade in, shares or other securities, to undertake portfolio management, advisory and counselling services, to finance assist industrial and other enterprises in India and abroad, to provide finance and loan syndication, to revolve investments, computer programming and software manufacture and services television and communication software, development of financial-service supermarket, intercorporate bills and unit broking import/export financing, consultancy assignments, factoring, consumer financing and foreign exchange broking and securities dealing.*
6. *To undertake (including promote / incorporate companies / entities to undertake) the business of portfolio management services, investment advisory services, research analyst services, custodial services, asset management services, stock broking, portfolio management, investment management, financial consulting and management consulting; and to provide advisory services, including support and incidental services to clients in India and abroad for dealing in securities, shares, stocks, debentures, bonds, funds, units, currency, commercial papers, derivatives of all kinds, exchange traded funds and all other instruments and products of all kinds.*
7. *To act as a sponsor / trustee / investment manager to asset management companies, mutual funds, offshore mutual funds, and various pooled investment vehicles including but not limited to domestic Alternative Investment Funds (AIFs) and/or offshore investment funds; and to promote / incorporate*

companies / entities to undertake the businesses of asset management, mutual funds including offshore mutual funds, retail and institutional distribution of the schemes of mutual funds or any other financial products issued by banks, mutual funds or any financial intermediary; and to act as principals, agents, contractors, trustees, or otherwise, either alone or in conjunction with others, for financial products such as deposits, government securities, shares, bonds, debentures and/or other financial instruments in any part of the world.

8. *To undertake (including promote / incorporate companies / entities to undertake), carry on and transact the business of an asset reconstruction company and/or a securitisation company; to purchase, acquire, invest, transfer, sell, dispose of or trade in participation certificates, securitised debts, asset backed securities, mortgage backed securities, or non-performing financial assets, whether performing or non-performing, impaired or unimpaired; and to promote, organise or manage funds, financial assets, receivables or securities thereof on a discretionary or non-discretionary basis on behalf of any person or entity, whether in the private or public sector.”*
3. Under the title of the existing Clause III (B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE 3(A) ARE New set of sub-clauses numbered from 9 to 57 as mentioned below be inserted and existing sub clauses numbered 4, 7, 8, 21 and 29 to 55 shall be deleted:

“9. To carry on the business of acting as a third-party recovery and collection agent, and to provide comprehensive services for the recovery of debts, overdue payments, receivables, and all other forms of financial obligations for banks, financial institutions, NBFCs, and other corporate entities.

“10. To carry on all kinds of agency business, and in particular in relation to the collection and receipt of money, and to act as consultants, advisors, or agents for managing stressed assets or NPAs (Non-Performing Assets) of other financial institutions.

“11. To carry on the business of acting as promoters, developers, catalysts or founders of bourse, securities market, association of dealers in securities or any other market place in order to develop an efficient, orderly and liquid secondary and an other markets for securities and other instruments, and that of lenders, borrowers, brokers, broking houses, arrangers, merchant bankers, issuers or in any other capacity deal in call, notice and term money markets and in securities aforesaid and other instruments.

“12 Subject to the provisions of the Companies Act and Rules thereunder and directives issued by Reserve Bank of India to borrow or raise or secure the payment of money or to receive money on deposit at interest for any of the purposes of the Company and at such time and from time to time and in such manner as may be thought fit and in particular by the issue of debenture, or debenture-stocks convertible into shares of this or any other company or perpetual annuities and as security for any such money so borrowed, raised or received for any such debentures or debenture stock so issued to mortgage, pledge or charge the whole or any part of the property, assets or revenue and profits of the Company present or future including its uncalled capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem, or pay-off any such securities, and also by a

similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company as the case may be provided the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.

“13. To purchase, subscribe for absolutely or conditionally, invest in, hold or otherwise acquire or sell, exchange, issue or turn to account, deal in any shares, stocks, bonds, obligations, debentures, debenture stock, or other securities whether paid in full or in part, or inscribed or payable to bearer issued by any bank, body corporate, co-operative society, firm, trust, person, Government or Authority, Central, State, Foreign, Municipal or Local or to participate in syndicate or other interests wherever situate.

“14. To subscribe, to become a member of, subsidies and co-operate with any bank, company other body corporate, co-operative society firm, trust or other person whose objects are in whole or in Part to deal in bills of exchange, promissory notes, treasury bills or any other security for providing short term finance or to promote any of the above activities and to procure from and communicate to any of them such information as may be likely to promote the objects of the Company

“15. To act as promoters and supporters of the companies, institutions, funds, trusts, associations and other organisations for the development of primary, secondary and other markets in securities.

“16. To study, analyse and advise Governments, banks, financial institutions, securities markets, security houses, business houses and other organisations for formulating schemes for development, growth and expansion of primary, secondary and other markets in securities.

“17. To purchase, take on lease or licence or in exchange, hire or otherwise acquire any immovable or movable property, patent, licences, rights or privileges which the Company may think necessary or convenient for any business of the Company and to develop and turn to account and deal with the same and in particular any land, tenements, buildings and easements in such manner as may be Thought expedient and to construct, maintain and alter any immovable or movable property or works necessary or convenient for The purpose of the Company, and to pay for the same either in cash or in shares or securities or otherwise and to sell, let, lease, underlease or otherwise dispose of or grant right over any movable or immovable property belonging to the Company, if not immediately required for the business of the Company

“18. To draw, make, accept, endorse, purchase, sell, discount, rediscount, negotiate, execute and issue bills of exchange, promissory notes, hundies, commercial papers, bills of lading, securitised debt papers, debentures and other negotiable or transferable or other instruments or securities.

“19. To invest and deal with or to keep in deposit the moneys of the Company in such manner as the Company may deem fit or to lend moneys to such persons and on such terms as may seem expedient.

“20. To levy and collect interest, fees, commission, commitment, service and other charges for the loans and advances granted by the Company, or for its financial or other assistance.

“21. To carry on such other business or activities which can, in the opinion of the Company, be advantageously, or conveniently carried on by the Company by way of extension of or in connection with the business as aforesaid or is calculated to develop the Company’s business or to increase the value of or turn to account any of the Company’s assets, property, right, invention or research.

“22. To apply for, promote and obtain from any Government or legislature or authority any charter, rights and immunities, privileges, guarantees and counter guarantees, indemnities, grants, gifts, concessions, licences, or authorisations, decrees of any Government or Authority, Central, State, Foreign, Municipal or Local or other authority for enabling the Company to carry on its business or any of its objects into effect or for extending any of the powers of the Company or for effecting any modification of the constitution of the Company or for any other purposes that may seem expedient, and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the interests of the Company and for this purpose to take help of any expert and to incur necessary expenses.

“23. To undertake and provide services related to buying, selling and dealing in shares and securities of bodies corporate, whether listed at stock exchanges or unlisted, to provide information, recommendations, advisory and consultancy services to any person through agents, franchises, newsletters, circulars, maillets, and other such print and electronic mediums including Internet, Website, Portals or by any other means for investments, trading dealings in shares and securities including bonds, debentures, stocks, warrants, depository receipts and like financial instruments and to undertake and carry on all other activities.

“24. To aid pecuniarily or otherwise any association, body or movement having for it, objects the solution, settlement or surmounting of financial, capital and securities market problems or difficulties or the promotion of finance, industry or trade.

“25. To adopt such means of making known the business, interests and services of the Company as it may deem expedient and in particular by any mode of advertisement, by purchase, construction and exhibitions of works of art or general interest, by publication of books and periodicals and granting prizes, rewards and donations.

“26. To do all or any of the above things in India or any part of the worlds as principals, agents, contractors, trustees, or otherwise by or through trustees, attorneys, agents or otherwise and either alone or in conjunction with others and to establish offices, agencies or branches for carrying on any of the aforesaid objects in India or elsewhere in the world.

“27. To establish or promote or concur in establishing or promoting any firm, organisation, cooperative society, other company or companies or any other body corporate for the purpose of acquiring all or any of the property, rights and liabilities of such company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of shares, debentures or other securities of any such other company.

“28. To do such thing as may be suitable or proper for the accomplishment of any of the purpose or the attainment of any of the objects or the furtherance of any of the powers herein before set forth, and to do every other act or acts, thing or things, incidental or appurtenant to, or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with any provision of law.

“29. To procure the recognition of the Company under laws or regulations of any other country.

“30. To form, promote, subsidize, organise, and assist or aid in forming, promoting, subsidizing, organising or aiding companies (including subsidiary companies), syndicates, or partnerships of all kinds for the purpose of accepting and undertaking any properties, assets, liabilities of this Company.

“31. To distribute any of the Company’s property in specie or in kind among the members in the event of winding up, subject to the provision of the Companies Act, 2013.

“32. To enter into or agree to refer any claims, demands, dispute or any other question by or against the Company or in which the Company is interested or concerned, and whether between the Company and the member or members of the Company and/or his representatives, or between the Company and third parties, to arbitration and to observe and perform and do all acts, matters and things to carry out or enforce the awards.

“33. To acquire and hold one or more memberships in stock/security exchanges, trade associations, commodity exchanges, clearing houses or association or otherwise in India or any part of the world, to secure membership privileges therefrom and to acquire and hold membership in any association of bankers, merchant bankers, insurance companies, brokers, security dealers, or commodity dealers or any other association, membership of which will or is likely in any way to facilitate the conduct of the Company’s business.

“34. To form, promote, subsidize, organise, assist, maintain and conduct or aid in forming, promoting, subsidizing, organising, assisting, maintaining research organisation, experimental workshops or conducting studies, research, tests and experiments on scientific, technical, economic, commercial or any other subject and undertake all types of technical, economic and financial investigations and aid or assist or enter into partnership with any institution, university, company, partnership firm or any other person or persons undertaking or conducting such research, study, and provide, subsidize, endow, assist institutes, organisations, workshops, libraries, meetings, lectures, and conferences and by providing for the remuneration of the professors or teachers on any subject, and by providing for the

award, exhibitions, scholarships, prizes, and grants to students or otherwise and to encourage, promote and reward studies, researches, investigations, experiments, tests, and inventions of any kind that may be considered to assist any of the business of the Company, to establish schools for or otherwise instruct people and train and conduct seminars, training programmes, and workshops for any of the business the Company carries on or is entitled to deal in.

“35. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for discharging what the Directors may consider to be social and moral responsibilities of the Company to the public or any section of the public as also any activity which the Directors consider likely to promote national welfare or social, economic or moral uplift of the public or any section of the public and in such manner and by such means as the Directors may think fit and the Directors may without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers for organising lectures seminars or conferences likely to advance these objects or for giving merit awards, for giving scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to pursue their studies or academic pursuits or researches and for establishing, conducting, or assisting any institution, fund, trust, having any one of the aforesaid objects as one of its objects, by giving donations or otherwise in any other manner and the Directors may at their discretion in order to implement any of the above mentioned objects or purposes transfer without consideration or at such fair or concessional value as the Directors may think fit and divert the ownership of any property of the Company to or in favour of any public or local body or Authority or Central or State Government or any Public Institutions or Trusts or Funds of Organisation(s) or Person(s) as the Directors may approve.

“36. To place, to reserve or to distribute as bonus shares among the Members or otherwise apply as the Company may from time to time think fit, out of profits, reserves, any money received by way of premium on shares by the Company and money received in respect of forfeited shares.

“37. To indemnify and keep indemnified Officers, Directors, agents and servants of the Company, against proceedings, costs, damages, claims and demands in respect of anything done or ordered to be done by them, for and in the interest of the Company and for any loss, damage or misfortune whatsoever and which shall happen in execution of the duties of their office or in relation thereto

“38. To sell, improve, manage, develop, turn to account, exchange, let, give on rent, royalty, share of profits, or otherwise mortgage, grant licences, easements, options and other rights, in respect of and in any other manner, deal with or dispose of the undertaking of the Company or any part thereof, or all or any of the assets and property for the time being of the Company and for such consideration as the Company may think fit whether in cash or in shares (fully or partly paid), debentures, debenture stocks, or other interests in or securities of any company having objects altogether or in part similar to those of the Company.

“39. To apply for, purchase or otherwise, acquire any patent, patent right, copyright, trade mark, formulae, licence, lease, concession, any exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company; and to use, exercise, develop or grant licences in respect thereof or otherwise turn to account the property, rights or information so acquired.

“40. To arrange for the marketing in India and abroad for selling or providing services of the Company and purchase or otherwise acquire articles, things and services as are necessary for carrying on the business of the Company and, for that purpose, either to establish its own branches, offices, agencies, or marketing organisations or to appoint representatives or employees or both (whether individuals, firms, or bodies corporate) in any place or in or outside India and to allot, specify, alter or modify their areas of operation or the terms and conditions of their appointment and to pay fees or remuneration to such representatives and employees or both by way of such commission or in such other manner as the Company may deem fit.

“41. To open and operate any type of accounts with the Banks and obtain credit facilities with or without security for its business.

“42. To train or pay for training in India or abroad of any of the Company’s employees or officers or any candidate in the interest of or furtherance of the Company’s objects.

“43. To contract for, and negotiate and issue and participate infunding any public and private loans and advances, underwriting contracts, mortgages, equity participation, cash credits, overdrafts and to render other financial facilities including services of backup servicer, master servicer, servicing and agent along with enforcement, auction and sale of securities, mortgage assets or any other assets of any other entity.

“44. To acquire, purchase, sell, assign, or take over by assignment, debts, obligations, and receivables of any kind, and to provide management services to enhance the realization of such assets.

“45. To act as a facilitator, mediator, or agent in the negotiation and amicable settlement of dues, overdue, and outstanding debts between creditors and debtors, and to enter into compromise settlements.

“46. To act as technical advisor or consultants or as market surveyors and/or to offer such services or technical know-how and/or management services to any company, body corporate, firm or person or persons.

“47. To act as financial consultants, investment counseling, syndication of financial arrangements whether in domestic or international markets,

“48. To act as agents for investment, loan, payment transmission and collection of money, and for purchase, sale, improvement, development and management of all kinds of property,

movable and immovable and of all kinds of business concerns and undertakings.

“49. To form, promote, subsidize and assist companies having similar objects and partnerships, to promote and acquire any concern as a running business or otherwise or purchase any part of the assets of any concern or any Company or any interest or share thereto and to pay for the same including its goodwill either in cash/or by issue of shares or otherwise and invest the moneys of the Company for the said purposes.

“50. To apply for and to obtain assistance (financial, technical or of any other type) from Government and other organisations, companies, firms or individuals, national or international, for developing the business or businesses of the Company.

“51. To act as agents or trustees for any person or company and to undertake and perform sub-contracts and to do all in any part of the world and either as principals, agents, trustees, contractors or otherwise and either alone or jointly with others, sub-contractors, trustees or otherwise.

“52. To undertake and carry on the business of providing long-term finance for development of infrastructure facility in India including but not restricted to inland container depot and container freight stations, mass rapid transit system, light rail transit system, expressways, intra-urban or semi-urban roads like ring roads of urban by-passes or flyovers, bus and truck terminals, subways, road dividers, bulk handling terminals which are developed or operated for development of rail system, multilevel computerised car parking and other infrastructure projects in the fields of roads, highways, power generation and for power distribution and any other form of power, telecommunication services, bridges, ports, docks, waterways, airports, rail systems, water supply, water treatment, irrigation, sanitation and sewerage systems, pipeline transportation, Special Economic Zones or other Export Promotion Parks, Software Technology Parks, Electronic Hardware Parks, Bio-Technology Parks and any other industrial parks or any other public facility of similar nature that may be notified in future as infrastructure facility either by the State Government(s) and / or the Government of India or any other appropriate authority or body and to undertake infrastructure financing in all angles whether expressly mentioned herein or not including consultancy services of all kinds and description and also investing in the equity shares, preference shares, debentures, bonds, providing long term and short term loans, lease finance, working capital financing, giving guarantees and any other financial assistance as may be conducive for development, construction, operation and maintenance of infrastructure projects in India.

“53. To nominate any Directors or Managers of any subsidiary company or of any other company in which this company is or may be interested.

“54. To take part in the management, supervision and control of the business or operations of any company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, accountants or other experts.

“55. To apply for, obtain, maintain and renew all registrations, licences, approvals and

authorisations as may be required from SEBI, RBI, IRDAI, PFRDA, or any other regulatory authority in India or abroad, for carrying on the business of the Company including as an Alternative Investment Fund, Portfolio Manager, Investment Adviser, Research Analyst, Custodian, Asset Management Company, or any other regulated financial intermediary.

“56. To establish, develop, operate and maintain digital platforms, technology systems, data analytics infrastructure, and online portals for delivery of financial services, investment management, and advisory services to clients in India and abroad, and to enter into agreements with technology service providers, fintech companies and other entities for the aforesaid purposes.

“57. To create any depreciation fund, reserve fund, sinking fund, insurance fund, or any other special fund or reserves, whether for depreciation, repairing, improving, extending or maintaining any of the properties of the Company, or for redemption of debentures or preference shares, or for any other purpose conducive to the interests of the Company.

4. The existing sub clauses 3 to 28 under the title Clause III (B) be renumbered as sub clauses 58 to 79.

RESOLVED FURTHER THAT no changes be made to the existing Clause I, II, IV and V of the memorandum of association and the same be taken on record.

RESOLVED FURTHER THAT Mr. Amit Dangi or Mr. Divy Dangi, Whole Time Directors or Ms. Dipyanti Jaiswar, Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution, including but not limited to filing necessary e-forms with the Registrar of Companies and incorporation of amendments/suggestions/observations, if any, made by the Registrar of Companies or any other authorities to the extent applicable.

RESOLVED FURTHER THAT the copies of the foregoing resolution certified to be true copies by any Director or Company Secretary of the Company be forwarded to whomsoever it may concern for necessary action.”

By Order of the Board

For Authum Investment & Infrastructure Limited

Sd/-

Dipyanti Jaiswar

Company Secretary and Compliance Officer

Mem No. A41024

Date: May 26, 2026

Place: Mumbai

Registered Office: 707, Raheja Centre, Free Press Journal Marg,

Nariman Point, Mumbai – 400021.

NOTES

1. The relevant explanatory statement pursuant to the provisions of Section 102(1) of the Act, Secretarial Standard - 2 and SEBI Listing Regulations wherever applicable, setting out the material facts and reasons, in respect of Item Nos. 1 of this Notice of Postal Ballot, is annexed herewith.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the Register of Members / Register of Beneficial Owners as on Friday, May 22, 2026 ("Cut-Off Date") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.
3. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.authum.com) duly filled and signed along with requisite supporting documents to RTA at Maheshwari Datamatics Private Limited ("Maheshwari"), 5th Floor, 23, RN Mukherjee Rd, Esplanade, Lal Bazar, Kolkata, West Bengal – 700 001.
4. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide facility of e-voting, to enable its members to cast their votes electronically in respect of the resolutions as set out in this Notice of Postal Ballot ('Notice'). The Company has engaged the services of CDSL to provide e-voting facility to its Members.
5. In conformity with the regulatory requirements, the Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on Friday, May 22, 2026 ("Cut-off Date"), and who have registered their e-mail addresses with the Company or with the Depositories. Members may note that this Notice will also be available on the Company's website at www.authum.com and on the website of CDSL at www.evotingindia.com.
6. Voting rights will be reckoned on the paid-up value of shares registered in the names of the Members on Cut-off Date i.e. Friday, May 22, 2026. Only those Members whose names are recorded in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on the Cut-off Date will be entitled to cast their votes. The Resolution, if passed by requisite majority, will be deemed to be passed on the last date specified for e-voting i.e. Saturday, June 27, 2026.
7. Members can vote on the Resolution only through e-voting. E-voting will commence at 9:00 A.M. (IST) on Friday, May 29, 2026 and will end at 5:00 P.M. (IST) on Saturday, June 27, 2026. During this period, Members holding shares either in physical form or in dematerialized form, as on Friday, May 22, 2026, i.e. Cut-off Date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.

8. The Company hereby requests all its members to register/ update their email addresses, if not yet registered/updated, to promote green initiative and to enable the Company to provide all communications to the members through email. To facilitate Members to receive the Notice electronically and cast their vote electronically, the Company has made special arrangements with Maheshwari for registration of e-mail addresses in terms of the MCA Circulars. Eligible Members are required to provide their e-mail address to Maheshwari at mdpldc@yahoo.com, pursuant to which any Member may receive on the e-mail address provided by the Member, the Notice and the procedure for e-voting. Members holding shares of the Company in electronic form can verify/update their email address and mobile number with their respective DPs.
9. The Board of Directors have appointed Mr. Mayank Arora (Membership No F10378 and COP No. 13609) partner of M/s. Mayank Arora & Co., Practicing Company Secretary as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of e-voting will be final.
10. All the documents referred to in this Notice and Explanatory Statement will be available for inspection by the Members between 03:00 P.M. and 05: 00 P.M. on all working days, except Saturdays & Sundays, from the date hereof until the last date of e-voting. Members seeking to inspect such documents can send a request over an e-mail to secretarial@authum.com.
11. The resolution, if approved, shall be deemed to have been passed on the last date specified for the e-voting, Saturday, June 27, 2026, in terms of Secretarial Standard 2 on General Meeting i.e. ("SS-2") issued by the Institute of Company Secretaries of India. The resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a general meeting of the Members.

INSTRUCTIONS FOR VOTING:

- (i) The voting period begins at **9.00 a.m. on Friday, May 29, 2026, and will end at 5:00 P.M. (IST) on Saturday, June 27, 2026**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, May 22, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

STEP 1 :ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to 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 in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.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 company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers,

	<p>so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access 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, 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.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is 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</p> <p>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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>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 21 09911</p>
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>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</p>

STEP 2 : ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (viii) Click on the EVSN for Authum Investment & Infrastructure Limited to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@authum.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to mdpldc@yahoo.com.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

General Guidelines for shareholders:

- a) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs@mayankarora.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "E-voting " tab in their login.
- b) The Company has appointed Mr. Mayank Arora (FCS 10378 & CP 13609) of M/s. Mayank Arora and Co., Company Secretaries, to act as the Scrutinizer for conducting the remote e-Voting and the voting process at the AGM in a fair and transparent manner.
- c) The Members whose names appear in the Register of Members / list of Beneficial Owners as on Friday, May 22, 2026 ('cut-off date') are entitled to vote on the resolutions set forth in this Notice. Person who is not member as on the said date should treat this Notice for information purpose only.
- d) On submission of the report by the Scrutinizer, the result of voting at the meeting and remote e-Voting shall be declared. The Results along with the Scrutinizer's Report shall be placed on the Company's website <https://www.authum.com> and on the website of CDSL. The results shall be simultaneously communicated to the Stock Exchanges, where the shares of the Company are listed.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

The following Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, sets out the material facts relating to the proposed resolution mentioned in the accompanying Notice dated May 26, 2026.

Item No. 1:

Amendment in Memorandum of Association as per the provisions of the Companies Act, 2013

The Board of Directors at its meeting held on May 26, 2026 has approved the proposed amendments to Clause III (A) and III (B) of the Memorandum of Association (“MOA”) of the Company, more specifically described in the resolution subject to members approval. The proposed amendments include insertion of sub-clauses 3 to 8 under Clause III(A) relating to the Main Objects of the Company, insertion of a new set of sub-clauses 9 to 55 under Clause III(B), deletion of existing subclauses 4, 7, 8, 21 and 29 to 55 of Clause III (B) and renumbering of existing subclauses 3 to 28 to 58 to 79 under Clause III(B).

The members may note “The Company is presently engaged in the business of a Non-Banking Financial Company (NBFC) not accepting public deposits and shall continue to remain so after the proposed alteration of the Object Clause of the Memorandum of Association. The proposed amendment does not amount to any change in the primary or core object/business activity of the Company and existing principal business of financing, investment and allied financial activities remains unchanged. The aforesaid amendments are proposed in order to align the objects clause with the existing business operations and activities of the Company.

The proposed insertion/modification of clauses is merely intended to broaden, elaborate and update the Object Clause so as to:

- align the Memorandum of Association with the present and prospective business activities permissible for NBFCs under applicable laws and RBI regulations;
- provide operational flexibility for carrying on various financial service activities incidental or ancillary to the existing business;
- specifically incorporate modern financial products, investment instruments and financial service activities which were either not expressly covered or have evolved over time.

The newly inserted clauses relating to financial services, advisory services, securitisation, portfolio management, infrastructure financing and allied activities are all in furtherance of and connected with the existing NBFC business of the Company. The Company shall continue to comply with all applicable provisions of the Companies Act, 2013, the Reserve Bank of India Act, 1934 and directions/regulations issued by the Reserve Bank of India applicable to NBFCs from time to time

The proposed amendment does not authorise the Company to carry on banking business as defined under the Banking Regulation Act, 1949 nor to accept public deposits without obtaining necessary approvals, if required under applicable law.

As per the provisions of Section 13 and other applicable provisions, if any, of the Act read with the Companies (Incorporation) Rules, 2014, approval of the Members of the Company by way of a Special Resolution is required for amendments to clauses of MOA. Accordingly, approval of the Members of the Company is hereby sought by way of Special Resolution as set out in Item No. 1 of the accompanying Notice.

A draft copy of the altered Memorandum of Association of the Company is available on the website of the Company at www.authum.com. Alternately, Members may also send their requests for inspection of aforesaid documents to secretarial@authum.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot till Saturday, June 27, 2026.

The Board of Directors of the Company recommends the resolution set out at Item No. 1 of this Postal Ballot Notice for approval of the Members as an Special Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this Postal Ballot Notice except to the extent of their shareholding in the Company.

By Order of the Board
For Authum Investment & Infrastructure Limited

Sd/-
Dipyanti Jaiswar
Company Secretary and Compliance Officer
Mem No. A41024
Date: May 26, 2026
Place: Mumbai
Registered Office: 707, Raheja Centre, Free Press Journal Marg, Nariman Point, Mumbai – 400021.