



ISF LIMITED

CIN No.: L74899DL1988PLC076648

Regd. Office: Khasra No. 10/2, Samalka, New Delhi- 110037

Corporate Office: TR-205 2nd Floor, A-100, Sector-58 Noida, Uttar Pradesh- 201301

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E-Mail: info@isflimited.in

Website: www.isflimited.in

To,

Board of Directors

| S. No. | Name | Designation |
|--------|-----------------------------|----------------------|
| 1. | Mr. Hargovind Sachdev | Independent Director |
| 2. | Ms. Gayathri Muttur Nagaraj | Independent Director |
| 3. | Mr. Bhupendra Kaushik | Independent Director |

Invitee

| S. No. | Name | Designation |
|--------|-----------------|-------------------------|
| 1. | Mr. Vishal Dang | Chief Executive Officer |
| 2. | Mr. Vijay Gupta | Chief Financial Officer |

SUB: NOTICE OF BOARD MEETING

Dear Sir/Ma'am

NOTICE is hereby given that (01/2026-27) meeting of the Board of Directors of the Company is scheduled to be held on Monday, 20th April, 2026 at 12:00 P.M., through video conferencing at **shorter notice** to transact the business as per agenda attached herewith.

The agenda, setting out business to be transacted at the Meeting is attached herewith for your perusal.

We request you to make it convenient to attend the above meeting.

Thanking you.

Yours faithfully,

**By the order of Board
For ISF Limited**

SD/-
Anjali Raj
Company Secretary and Compliance Officer
Membership No.: A77251

**Date: 18.04.2026
Place: Noida**

Encl.: As Annexed

AGENDA

| Item No. | Particulars |
|----------|--|
| 1. | To have a roll call for every Director confirming his participation through electronic mode and confirm presence of quorum at the meeting. |
| 2. | To consider and appoint Chairperson of the meeting. |
| 3. | To consider leave of absence, if any. |
| 4. | To take note the minutes of the previous board meeting & other committee meetings of the Company. |
| 5. | Take note of the disclosure of interest and declaration by Directors |
| 6. | Take note of Independent Director's disclosure |
| 7. | Take note of compliance with norms prescribed for Non-Banking Financial Companies |
| 8. | To consider and recommend the appointment of Mr. Anil Kumar Verma as a Chief Executive Officer (CEO) of the Company |
| 9. | Authorization to Mr. Anil Kumar Verma as Authorized Signatory to operate Bank Account of the Company |
| 10. | To take a note of listing compliances for the quarter ended on 31 st March, 2026. |
| 11. | To transact any other business with the permission of the Chair. |
| 12. | To have a Roll call confirming presence of Directors throughout the meeting. |

You are requested to make it convenient to attend the meeting.

ITEM NO. 1: TO HAVE A ROLL CALL FOR EVERY DIRECTOR CONFIRMING HIS PARTICIPATION THROUGH ELECTRONIC MODE AND CONFIRM PRESENCE OF QUORUM AT THE MEETING.

As the Board Meeting shall be held through VC mode, it is necessary to carry out roll call process wherein, for the record, every director shall state the following:

- Name
- The location from where he is attending
- That he has received the agenda and all the relevant material for the meeting
- He is able to see and hear others participating in the Meeting
- That no one other than himself is attending or having access to the proceedings of the meeting at the location from where he is attending the Meeting.

ITEM NO. 2: TO CONSIDER AND APPOINT THE CHAIRPERSON OF THE MEETING.

To consider and appoint Chairperson of the meeting, Chairperson to take the chair and shall be welcomed by the members of the Board.

ITEM NO. 3: TO CONSIDER LEAVE OF ABSENCE, IF ANY.

The Chairperson may take note on leave of absence of Director, if any.

ITEM NO. 4: TO TAKE NOTE THE MINUTES OF THE PREVIOUS BOARD MEETING & OTHER COMMITTEE MEETINGS OF THE COMPANY.

The minutes of previous Board Meeting (7/2025-26) & other Committee Meeting (SRC, RMC, NRC) and Independent Director's Meeting held on 30.03.2026 which were circulated amongst the directors of the company and to be placed in the meeting for reading and taking note of the same.

ITEM NO. 5: TAKE NOTE OF THE DISCLOSURE OF INTEREST AND DECLARATION BY DIRECTORS

The Chairperson to apprise the Board regarding the notices of Disclosure of Interest and declaration by the Directors received in terms of the provisions of Section 184(1) and Section 164 of the Companies Act, 2013 in Form No. MBP-1 and DIR-8, with respect to the financial year 2026-27.

The Board to take note of the same and thereafter may pass the following resolution unanimously:

“RESOLVED THAT pursuant to provisions of Section 184 (1) of the Companies Act, 2013 read with Rule 9(1) of the Companies (Meetings of the Board and its Powers) Rules, 2014 general disclosure of interest received in Form MBP-1, from the directors of the Company as placed before the Board be and is hereby taken on record;

RESOLVED FURTHER THAT pursuant to provisions of Section 164(2) of the Companies Act, 2013 read with Rule 14(1) of the Companies (Appointment of Directors) Rules, 2014, Declaration in Form DIR-8, received from the Directors of the Company as placed before the board be and is hereby taken on record;

RESOLVED FURTHER THAT any director of the Company, be and is hereby authorized to sign all papers, documents, forms, returns etc. as may be required to be filed electronically with the office of the Registrar of Companies and further authorized to do all the such acts and things which are ancillary and incidental to the above resolution.”

ITEM NO. 6: TAKE NOTE OF INDEPENDENT DIRECTOR'S DISCLOSURE

The Chairperson to place the disclosures received from the Independent Directors notifying their independence declaration in accordance with the provisions of the Section 149(6) Companies Act, 2013 and SEBI (LODR) Regulations, 2015, to be read and recorded by passing the following resolution.

“RESOLVED THAT pursuant to Section 149(7) of the Companies Act, 2013, declaration received from following Independent Directors of the Company for the financial year 2026-27, be and is hereby noted and taken on record.

| Sr. No. | Name of Independent Directors | DIN |
|----------------|--------------------------------------|------------|
| 1. | Ms. Gayathri Muttur Nagaraj | 06742638 |
| 2. | Mr. Hargovind Sachdev | 08105319 |
| 3. | Mr. Bhupendra Kaushik | 07016552 |

RESOLVED FURTHER THAT Ms. Anjali Raj, Company Secretary of the Company be and is hereby authorized to make entries in the Register of Directors of the Company as required and to preserve the said disclosures in his custody and to undertake all other necessary actions in this regard.”

ITEM NO. 7: TAKE NOTE OF COMPLIANCE WITH NORMS PRESCRIBED FOR NON-BANKING FINANCIAL COMPANIES

Chairperson to inform the board, being a Non- Banking Finance Company, it has to comply with the certain provisions as prescribed by the RBI. The Directors may pass the following resolutions:

“RESOLVED THAT pursuant to the requirement of the Reserve Bank of the India Act, 1934 and the directions / guidelines issued there under company do hereby affirm compliance with the following: -

1. That the company has not accepted any public deposits and shall not accept or hold any public deposits.
2. That the company has complied with/shall comply with the prescribed and applicable prudential norms, regulations and guidelines on Fair Practices Code prescribed by & or amended by RBI from time to time.
3. That the company shall continue to carry on the business of financing within the preview of Non-Banking Financial Company.
4. That the Company has complied with the Know Your Customer (KYC Guideline) /Anti Money Laundering Standards as may be prescribed & amended by RBI from time to time.
5. That the Company shall not deal or make any transaction with any person involved in any terrorist activities & banned under any Indian Act or Rules or Listed under prescribed circular & amended by RBI from time to time.
6. That the company has complied with/shall comply with the prescribed and applicable prudential norms, regulations and guidelines.”

ITEM NO. 8: TO CONSIDER AND RECOMMEND THE APPOINTMENT OF MR. ANIL KUMAR VERMA AS A CHIEF EXECUTIVE OFFICER (CEO) OF THE COMPANY

The Chairperson to propose the Appointment of Mr. Anil Kumar Verma as Chief Executive Officer “CEO” (Key Managerial Personnel) of the company as recommended by the Nomination and Remuneration Committee of the Company.

The Board may after due discussion pass the following resolution unanimously:

“RESOLVED THAT Pursuant to Section 203 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and SEBI (Listing Obligations and Disclosures Requirement) Regulation, 2015, and on recommendation of Nomination and Remuneration Committee; Mr. Anil Kumar Verma be and is hereby appointed as Chief Executive Officer of the Company, designated as a Key Managerial Personnel with effect from 20th April, 2026, on the terms and conditions contained in the letter of appointment, a copy of which is laid and has been initialled by the Chairperson for the purpose of identification.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to sign and submit all necessary e-Forms with the Registrar of Companies (ROC), NCT of Delhi & Haryana and to do all such acts, deeds and things as may be necessary to give effect to the above resolution."

ITEM NO. 9: AUTHORIZATION TO MR. ANIL KUMAR VERMA AS AUTHORIZED SIGNATORY TO OPERATE BANK ACCOUNT OF THE COMPANY

The Board to discuss the requirement of modification in the mode of operation of signatories in the mentioned bank account/(s) (A/C No. **10184497494**) with IDFC FIRST Bank Limited (“IDFC FIRST Bank”) and availing the general banking facilities offered by IDFC Bank (Including FD) and after discussions the Board may **RESOLVED THAT:**

The *Company* is hereby authorised to change mode of operation of the following persons as signatories in the account/(s) and avail the general banking facilities offered by the Bank:

Person getting added in account as Authorised Signatory:

- **Mr. Anil Kumar Verma**

Person to be deleted/removed from account:

- **Mr. Vishal Dang**

The Mode of operation of the account will be **as mentioned in ‘Table A’ below**. The Person would be authorised to sign and deliver necessary application forms and other documents therefore and do all acts and deeds as may be required by IDFC FIRST Bank in connection with activating/operating/closing the Account, with any product or service offered or any other schemes of the Bank, from time to time. The Authorised Person of the account on behalf of *Company* do accept the terms and conditions applicable for the Account as may be contained in the application forms or any other terms and conditions as may be notified/displayed by IDFC FIRST Bank on its website (www.idfcfirstbank.com) from time to time in connection with the provision of products and services offered in respect of the Account.

IDFC FIRST Bank be instructed to accept and credit to the Account all moneys deposited with or owing by IDFC FIRST Bank on any account or accounts at any time or times, kept or to be kept; to honour all cheques, promissory notes and other instruments drawn by and all bills accepted in the name of the *Company* and the amount of all cheques, notes, bills, other negotiable instruments, orders or receipt, provided they are endorsed/signed/issued by the authorised signatory of the *Company* for the time being.

IDFC FIRST Bank be further instructed to mail/ courier the Debit /ATM Card(s) to the attention of the person(s) who applies for the Debit/ ATM Card facility at the communication address of the entity.

Table A:

| Name of the Authorised Signatory | Mode of operation for the account (Severally/ Jointly/ Anyone) | Debit Card (Issued only if account operations will be Singly/ Anyone/ Severally) (Yes/No) |
|---|---|--|
| Mr. Anil Kumar Verma | Severally | No |

IDFC FIRST Bank is hereby authorised to pay any instrument and cheques or make any such charge and also to receive the same from the payee or any other holder without inquiry as to the circumstances of issue or the disposition of the proceeds even if drawn to the individual order of any signing person, or payable to IDFC FIRST Bank or others for his account or tendered in payment of his individual obligation, and whether drawn against an account in the name of the Company or in the name of any officer or agent of the Company as such AND such signature(s) shall be a sufficient authority to IDFC FIRST Bank and shall bind the Company in all transactions between IDFC FIRST Bank and the Company including those specifically referred to.

This resolution and the authority and powers given to each person in these resolutions shall continue with full force and effect to bind the Company vis-à-vis the IDFC FIRST Bank, until IDFC FIRST Bank receives a certified true copy of the Resolution of the Board of Directors of the Company revoking this resolution or any such authority and power or providing otherwise.

IDFC FIRST Bank be furnished a copy of this resolution duly certified as true by any Director for the time being or the Secretary of the *Company* and it be requested and authorized to act thereon.”

The *Company* do also operate the Account through *Internet Banking (the ‘Electronic Banking Services’ or ‘EB Services’)*, which will also include **Account Services (Business Internet Banking)/ Trade Services/ Cash Management Services / Forex Services/Overdraft against Fixed Deposit Facility** offered by IDFC FIRST Bank for operation of the Account from time to time and the following Officials are authorised to operate the Account through the EB Services under different limits in the manner set out **as mentioned below in Table A** and the aforesaid authorised Officials be and are hereby authorised to complete the formalities for applying for and obtaining and availing the EB Services and the connected Login id and Password(s), as the case may be, as applicable, to each of the above mode of operations and operate the Account and avail the EB Services as the case may be, and the *Company* is authorised to collect the applications and other documents from authorised Officials, submit the same to IDFC FIRST Bank and collect the Login id and Password(s), as the case may be, from IDFC FIRST Bank and deliver the same to the respective authorised Officials.

ITEM NO. 10: TO TAKE A NOTE OF LISTING COMPLIANCES FOR THE QUARTER ENDED ON 31ST MARCH, 2026.

The Chairperson to inform the Board that being a listed entity, our *Company* is required to comply with various provisions of the SEBI Regulations. Board may discuss and take note of the same.

To take on record the Closure of Trading Window pursuant to the SEBI (Prohibition of Insider Trading) Regulations 2015 for the quarter and year ended as on 31st March, 2026:

As per the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Trading Window for all the Promoters, Designated Partners and other connected persons was duly closed for the quarter and year ended as on 31st March, 2026 and the same was intimated to the Promoters, Designated Partners and other connected persons and concerned Stock Exchange within prescribed timeline.

a) To take on record, Share Holding Pattern of the Company pursuant to Regulation 31 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 for the quarter ended as on 31st March, 2026:

As required under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the *Company* has filed the Statement showing holding of securities for the quarter ended on 31st March, 2026 with the BSE Limited in the prescribed format as specified by the SEBI.

Board after due discussion may take note of the same.

b) To take on record Statement of Investor Complaints pursuant to Regulation 13 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended as on 31st March, 2026:

As required under Regulation 13 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the *Company* has filed the Statement of Investor Grievance Report for the quarter ended as on 31st March, 2026 with the BSE Limited.

c) To take on record Certificate from Registrar and Transfer Agent, under Regulation 74 (5) of SEBI (Depositories and Participants) Regulation, 2018 for quarter ended on 31st March, 2026:

The Board is requested to note that pursuant to the Regulation 74 (5) of the SEBI (Depositories and Participants) Regulations, 2018, within fifteen days of receipt of the certificate of security from the participant the issuer shall confirm to the depository that securities comprised in the said certificate have been listed on the stock exchange or exchanges where the earlier issued securities are listed and shall also after due verification immediately mutilate and cancel the certificate of security and substitute in its record the name of the depository as the registered owner and shall send a certificate to this effect to the depository and to every stock exchange where the security is listed.

The Company has received the certificate under Regulation 74 (5) from the Registrar and Transfer Agent and has filed the same with confirmation to the Stock Exchange.

ITEM NO. 11: TO TRANSACT ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIR.

The Board may discuss any other matter with the permission of the chairman.

ITEM NO. 12: TO HAVE A ROLL CALL CONFIRMING PRESENCE OF DIRECTORS THROUGHOUT THE MEETING.

As a statutory requirement, the Chairperson is required to declare in connection with the Board Meeting held in video conferencing mode that the quorum was present throughout the meeting and the meeting was convened without any interruption. The summary of the decisions taken on the agenda items shall be announced with the permission of the Chairperson.