

RELIGARE BROKING LIMITED

Registered Office: 802-815B, 8th Floor, Gopal Das Bhawan, 28-Barakhamba Road, Connaught Place, New Delhi, India-110001

CIN: U65999DL2016PLC314319

E-mail: companysec.broking@religare.com **Website:** religareonline.com

NOTICE

Notice is hereby given that the **09th Annual General Meeting** of the Members of **Religare Broking Limited** (the "Company") (CIN: U65999DL2016PLC314319) will be held on **Wednesday, September 24, 2025 at 12:30 Noon at 8TH Floor, Max House Block A, Dr. Jha Marg, Okhla Phase 3, Okhla Industrial Estate, New Delhi 110020** to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2025 including Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.

SPECIAL BUSINESS:

2. **TO CONSIDER, AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A ORDINARY RESOLUTION:**

"RESOLVED THAT Mr. Gurpreet Singh Sidana (DIN: 08542376), Director liable to retire by rotation, who does not offer himself for re-appointment, be not re-appointed as a Director of the Company and the vacancy, so caused on the Board of the Company, be not filled up at this meeting.

3. **RE-APPOINTMENT OF MR. MALAY KUMAR SINHA (DIN: 08140223), AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS**

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 Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of Schedule IV to the Act and in terms of Articles of Association of the Company and other applicable provisions if any, and basis the recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mr. Malay Kumar Sinha (DIN: 08140223)**, Non- Executive Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a second term of five consecutive years i.e., from November 26, 2025 till November 25, 2030.

RESOLVED FURTHER THAT Any Director or Company Secretary of the Company be and are hereby severally authorized to file such forms, returns, as may be required; under the Companies Act, 2013 with the Registrar of Companies and/or other statutory/ regulatory authority(ies), as the case may be, and do all such acts, deeds and things necessary and incidental in order to give effect to this resolution."

4. **APPOINTMENT OF MR. SANDEEP JUNEJA (DIN: 08511141) AS A DIRECTOR:**

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

"RESOLVED THAT Mr. Sandeep Juneja who was appointed as an Additional Director of the Company, with effect from December 23, 2024 by the Board of Directors of the Company under Section 161(1) and 203 of The Companies Act, 2013 and other applicable provisions (including any statutory modification(s)



or re-enactment(s) thereof) and applicable provisions of Article of Association of the Company and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (designated as Whole Time Director & KMP) of the Company, liable to retire by rotation, in the forthcoming Annual General Meeting of the Company.

"RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013, ("Act") read with Schedule V to the said Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as per the provisions of Articles of Association of the Company and subject to approval of Central Government (if required) and such other approval(s) or sanction(s) as may be required, consent of the members be and is hereby accorded approval for the remuneration of Mr. Sandeep Juneja, who will hold office as the Whole Time Director of the Company, liable to retire by rotation, for next three years w.e.f December 23, 2024.

Total Remuneration by way of salary, dearness allowance, perquisites and any other allowances not exceeding Rs. 77,42,508 (Rupees Seventy-Seven Lac Forty-Two Thousand Five Hundred and Eight Only) per annum, payable monthly, in terms of provisions of Schedule V of the Act or such other amount within the limits prescribed by the Companies Act, 2013 from time to time.

Basic- Rs. 2,58,084/- per month (Rupees Two Lac Fifty-Eight Thousand and Eighty-Four Only).

HRA Perquisites and other Allowances- Rs. 3,15,433 per month (Rupees Three Lac Fifteen Thousand and Four hundred and Thirty-Three Only).

Others - Gratuity, Provident Fund, Food and NPS Rs. 71,692/- (Seventy-one thousand six hundred ninety-two only.)

Mr. Sandeep Juneja (appointed as Whole-time Director w.e.f December 23, 2024) also be entitled to the following benefits as per the policy/rules of the Company in force from time to time:

- a) Car Lease facility as per the Policy of the Company.
- b) Leaves in accordance with Rules of the Company.
- c) Hospitalization and Accident Insurance as per the Policies of the Company
- d) Provision of telephone and other communication facilities in connection to the business of the Company;
- e) All reasonable travel, entertainment or other expenses incurred by him in furtherance of or in connection with the performance of duties hereunder, in accordance with the Company's policy.
- f) The perquisites shall be evaluated as per Income tax Rules, 1962. In the absence of any such rules, perquisites shall be evaluated at actuals.

Further the above-said remuneration may be customized as per available car benefits policy of the Company.

The management shall be entitled to fix and inter change the remuneration from one head to another as it may consider appropriate within the overall limits.

In addition to above, Performance linked incentives as per the policy of the Company. Mr. Sandeep Juneja will also be eligible for the Employee Stock Options (ESOPs) of the Company / Group Companies (including Holding Company)

RESOLVED FURTHER THAT apart from above, any perquisite on exercise of stock options, granted to Mr. Sandeep Juneja **under any Employee Stock Option Schemes of the Company or any of its group companies** will form part of the remuneration for the purpose of Act and such perquisite be and is hereby also approved.

RESOLVED FURTHER THAT subject to the provisions of section 197, 198 of the Companies Act, 2013 read with schedule V of the said act Mr. Sandeep Juneja, shall be entitled to the revision of above amount(s) on annual basis as may be recommended by the Board / Nomination & Remuneration Committee ("NRC") from time to time;



RESOLVED FURTHER THAT Any Director or Company Secretary of the Company be and are hereby severally authorized to sign, execute and submit the necessary application(s), document(s), form(s) and application(s) as may be required with the Registrar of Companies and/ or any other regulatory authority (ies) and also to undertake all other acts and deeds and to do all other things as may be required to give effect to this Resolution."

5. APPOINTMENT OF MR. SURESH MAHALINGAM (DIN: 01781730) AS A DIRECTOR:

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

"RESOLVED THAT Mr. Suresh Mahalingam, who was appointed as an Additional Director of the Company, with effect from April 08, 2025 by the Board of Directors of the Company under Section 161(1) of The Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof) and applicable provisions of Article of Association of the Company on recommendation of Nomination and Remuneration Committee and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive & Non-Independent) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Any Director or Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

6. APPOINTMENT OF MR. GURUMURTHY RAMANATHAN (DIN: 10366010) AS A DIRECTOR:

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

"RESOLVED THAT Mr. Gurumurthy Ramanathan, who was appointed as an Additional Director of the Company, with effect from April 08, 2025 by the Board of Directors of the Company under Section 161(1) of The Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof) and applicable provisions of Article of Association of the Company on recommendation of Nomination & Remuneration Committee and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive & Non-Independent) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Any Director or Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

7. APPOINTMENT OF MR. ABHAY KUMAR AGARWAL (DIN: 00042882) AS A DIRECTOR:

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

"RESOLVED THAT Mr. Abhay Kumar Agarwal, who was appointed as an Additional Director of the Company, with effect from April 08, 2025 by the Board of Directors of the Company under Section 161(1) of The Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof) and applicable provisions of Article of Association of the Company on recommendation of Nomination & Remuneration Committee and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive & Non-Independent) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Any Director or Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."



8. APPOINTMENT OF MR. ARJUN LAMBA (DIN: 00124804) AS A DIRECTOR:

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

"RESOLVED THAT Mr. Arjun Lamba, who was appointed as an Additional Director of the Company, with effect from April 08, 2025 by the Board of Directors of the Company under Section 161(1) of The Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or re-enactment(s) thereof) and applicable provisions of Article of Association of the Company on recommendation of Nomination & Remuneration Committee and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive & Non-Independent) of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT Any Director or Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

Place: Noida

Date: September 02, 2025

By order of the Board of Directors
For Religare Broking Limited



Anjali Trivedi
Company Secretary
M. No: A36069

Address: 2nd Floor, Club 125
(Tower A), A-3, 4 & 5, Sector -
125, Noida U.P. 201301

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE, INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING IN THE PRESCRIBED FORMAT.
2. The relevant explanatory statement pursuant to Section 102(1) of Companies Act, 2013 relating to the special business to be transacted at the Meeting is attached hereto.
3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
4. Members/Proxies should bring the attendance slips duly filled in and signed for attending the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
7. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
8. The Annual Report for the financial year ended March 31, 2025 containing, inter-alia, the Directors' Report, the Auditors' Report and the Audited Financial Statements is enclosed.
9. The documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during working hours and shall also be so available during the meeting.
10. Members desirous of seeking any information relating to the annexed Annual Audited Accounts of the Company for the financial year ended March 31, 2025, may write to the Company at 2nd Floor, A-3, 4, 5, Club 125, Sector-125, Noida- 201301 for the attention of Ms. Anjali Trivedi, Company Secretary, at least seven days in advance of the Meeting so that requisite information can be made available at the Meeting.
11. In terms of the requirements of the Secretarial Standards -2 on "General Meetings" issued by the Institute of the Company Secretaries of India and approved & notified by the Central Government, Route Map for the location of the aforesaid meeting is enclosed. The landmark of the venue of the meetings is Okhla NSIC Metro Station. The Route map is enclosed with the notice and same has also been posted on the website of the Company.
12. In terms of the requirements of the Secretarial Standards-2 on "General Meetings" issued by the Institute of the Company Secretaries of India, details in relation directors appointed / re-appointed are mentioned in the notice as **Annexure-A**.

By order of the Board of Directors
For Religare Broking Limited



Anjali Trivedi

Company Secretary

M. No: A36069

Address: (Tower A), A-3, 4 & 5, Sector,- 125, Noida 2nd Floor, Club 125, U.P. 201301

Place: Noida

Date: September 02, 2025

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF COMPANIES ACT, 2013**ITEM NO. 02**

The Members are hereby informed that Mr. Gurpreet Singh Sidana, (designated as Whole-time Director & KMP) of the Company, had earlier conveyed his consent on July 30, 2025, for reappointment as a Director, at the forthcoming Annual General Meeting (AGM). This consent was duly recorded and approved by the Nomination and Remuneration Committee and the Board during their meetings held on July 30, 2025, and was also disclosed in the Director's Report approved. However, subsequent to the Board meeting, Mr. Sidana, has withdrawn his consent by way of a letter dated August 30, 2025, due to personal reasons.

Pursuant to Section 152 of the Companies Act, 2013, the directors who are liable to retire by rotation shall be those who have been longest in office since their last appointment. Mr. Sidana is the longest in the office, and liable to retire by rotation in accordance with the Companies Act, 2013 and applicable rules thereunder. Considering, the consent withdrawal for being re-appointed as Director on the board of the Company, the Board wishes to place on record its sincere appreciation for the valuable contributions and dedicated service rendered by Mr. Sidana during the tenure. The vacancy caused by his retirement shall not be filled at the ensuing Annual General Meeting.

None of the Directors or their relatives, except Mr. Sidana, have any direct or indirect interest, financial or otherwise, in the resolution proposed.

The Board of Directors recommends the approval of the resolution set out at Item No. 2 of the Notice.

ITEM NO. 03**APPROVAL FOR RE-APPOINTMENT OF MR. MALAY KUMAR SINHA (DIN: 08140223), AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS**

The Shareholders of the Company on the recommendation of the Board of Directors of the Company appointed Mr. Malay Kumar Sinha as an Independent Director ('Non-Executive and Independent') of the Company, to hold office for a term of 5 consecutive years w.e.f. November 26 2020. Accordingly, the term of Mr. Malay Kumar Sinha is due to expire on November 25 2025. The Nomination and Remuneration Committee (NRC), after taking into account the performance evaluation of Mr. Malay Kumar Sinha during his first term of 5 (five) years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, has recommended to the Board his reappointment for a second term of 5 (five) years w.e.f. November 26, 2025.

Further, the Board has approved the reappointment of Mr. Malay Kumar Sinha, subject to the approval of the shareholders by way of **Special Resolution**. As per Section 149 of the Act, an Independent Director may hold office for two terms up to 5 (five) consecutive years each. Mr. Malay Kumar Sinha, fulfills the requirements of an independent director as laid down under Section 149(6) of the Act.

The Company has received notice from a member under Section 160 of the Companies Act, 2013 proposing his candidature as Non-Executive Independent Director of the Company under the provisions of Section 149 of the Act. The Company has also received the consent along with all necessary disclosures from Mr. Malay Kumar Sinha along with the declaration of Independence for the said proposed reappointment. Further, a brief profile of Mr. Malay Kumar Sinha is enclosed below for the reference of members.

Brief Profile of Mr. Malay Kumar Sinha is as follows:

Mr. Malay Kumar Sinha has done his B.A. (Hons) and M.A. from Delhi University in Humanities and M. Phil from Madras University in Strategic Studies. He started his career as an Executive in TISCO, Jamshedpur and in 1981 joined the Indian Police Service. After serving in UP Police and IB, MHA, in different capacities, both in India and abroad, he worked as Joint Secretary in the Ministry of External Affairs and



finally as Secretary Security, Cabinet Secretariat, Rashtrapati Bhawan, from where he superannuated in September 2016.

He is an alumnus of FBI National Academy, Quantico, Virginia, USA and National Defence College, New Delhi. As Joint Secretary in the MEA he had led the evacuation of Indians in Bengazi area from the sea during the war in Libya in 2011. He has been a keen sportsperson and was Secretary of All India Police Sports Control Board for several years. He is a recipient of Police Medal for Meritorious Service and President's Police Medal for Distinguished Service.

Board of Directors is of the opinion that Mr. Malay Kumar Sinha has been and will be of immense value to the Company and he fulfils the conditions specified in the Companies Act, 2013 and that he is independent of the Management. Accordingly, the Board recommends the above resolution for your approval by way of a **Special Resolution**.

The terms and conditions of re-appointment of Mr. Malay Kumar Sinha are available for inspection by the Members at the Registered Office of the Company during business hours on all working days, until the date of AGM.

The details of Mr. Malay Kumar Sinha pursuant to Secretarial Standard on General Meeting (SS-2) is attached as Annexure A which forms part of this notice.

None of the other Directors of the Company and Key Managerial Personnel (KMP) and their relatives are in any way concerned or interested in said Resolution, except Mr. Malay Kumar Sinha to the extent of his appointment.

ITEM NO. 04

APPOINTMENT OF MR. SANDEEP JUNEJA (DIN: 08511141) AS A DIRECTOR:

Mr. Sandeep Juneja(DIN: 08511141), was appointed as an Additional Director with effect from December 23, 2024, in accordance with the provisions of Section 161 of The Companies Act, 2013 and the rules prescribed thereunder.

Pursuant to Section 161 of The Companies Act, 2013, Mr. Sandeep Juneja holds office up to the date of the ensuing Annual General Meeting. Mr. Sandeep Juneja is not disqualified from being appointed as a Director in terms of Section 164 of The Companies Act, 2013 and has given his consent to act as the Director of the Company.

In terms of provisions of Section 152 of The Companies Act, 2013, Director of the Company needs to be appointed at the general meeting. Accordingly, it is proposed to appoint Mr. Sandeep Juneja as a **Director (designated as Whole Time Director & KMP, Executive & Non-Independent), liable to retire by rotation** on the Board of the Company.

Members are informed that the Company is in receipt of notice as required under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Sandeep Juneja for the office of Director.

Brief Profile of Mr. Sandeep Juneja is stated below for the reference of Members:

"Sandeep Juneja brings over 30 years of extensive experience in managing risk and back office operations within the broking industry. He rejoined Religare on November 6, 2023, as Executive Vice President, marking his second tenure with the Company. In this leadership role, Sandeep is responsible for overseeing the Risk, Operations, and Legal teams. His first tenure at Religare spanned from July 2002 to October 2020, where he had successfully led the Operations and Risk Function of the Religare Securities Limited.

Prior to returning to Religare, Sandeep served as Executive Vice President & Head of Wealth Management (WM) Broking Operations at Nuvama Wealth. In addition to his long and successful career at Religare, Sandeep has gained valuable experience with notable institutions such as JM Financials and SKI Capital Services Limited.



Mr. Sandeep Juneja has done his B.com from Delhi University. Sandeep has consistently demonstrated his expertise in driving operational excellence and managing risk, contributing significantly to the growth and success of the organizations he's worked with."

Broad particulars of the terms remuneration payable to Mr. Sandeep are as under:

Total Remuneration by way of salary, dearness allowance, perquisites and any other allowances not exceeding **Rs. 77,42,508/-** (Rupees Seventy-Seven Lac Forty-Two Thousand Five Hundred and Eight Only) per annum, payable monthly, in terms of provisions of Schedule V of the Act or such other amount within the limits prescribed by the Companies Act, 2013 from time to time.

Basic- Rs. 2,58,084/- per month (Rupees Two Lakh Fifty Eight Thousand and Eighty-Four Only).

HRA Perquisites and other Allowances- Rs. 3,15,433/- per month (Rupees Three Lac Fifteen Thousand and Four hundred and Thirty-Three Only).

Others - Gratuity, Provident Fund, Food and NPS Rs. 71,692/- (Seventy-one thousand six hundred ninety-two only.)

Mr. Sandeep Juneja (appointed as Whole-time Director w.e.f December 23, 2024) also be entitled to the following benefits as per the policy/rules of the Company in force from time to time:

- a) Car Lease facility as per the Policy of the Company.
- b) Leaves in accordance with Rules of the Company.
- c) Payment of Provident Fund, Gratuity, NPS and other retirement benefits.
- d) Payment of Food Coupons as per company Policy.
- e) Hospitalization and Accident Insurance as per the Policies of the Company
- f) Provision of telephone and other communication facilities in connection to the business of the Company;
- g) All reasonable travel, entertainment or other expenses incurred by him in furtherance of or in connection with the performance of duties hereunder, in accordance with the Company's policy.

In addition to above, Performance linked incentives as per the policy of the Company. Mr. Sandeep Juneja will also be eligible for the Employee Stock Options (ESOPs) of the Company / Group Companies (including Holding Company).

Disclosures as per Schedule V of the Companies Act, 2013 in relation to Item No. 05:

I. General information:

(1) Nature of industry- Service Industry

(2) Date or expected date of commencement of commercial production- Not Applicable

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus- Not Applicable

(4) Financial performance based on given indicators- Refer Board Report under the heading "Financial performance".

(5) Foreign investments or collaborations, if any- Not Applicable

II. Information about the appointee:

(1) Background details:

- Mr. Sandeep Juneja, appointed as Whole time Director in the Company in December 23, 2024



(2) Past remuneration-

S. No.	Particulars	FY 2024-25*	FY 2023-24#	FY 2022-23
1.	Salary & Allowances	71,68,992	28,19,178	N.A.
2.	Joining Bonus	-	6,50,000	N.A.
3.	Performance Bonus	20,00,000	7,50,000	N.A.
4.	Perquisites	-	-	N.A.
	Total	91,68,992	42,19,178	N.A.

*Remuneration figures are of full year, though he was appointed as Whole-time Director and KMP on December 23, 2024.

Joined on November 6, 2023, as an employee

Details of Options Granted:

S. No.	Particulars	FY 2024-25	FY 2023-24	FY 2022-23
1.	ESOPs (RBL)	-	-	-
2.	ESOPs (REL)	-	-	-

(3) Recognition or awards- NIL

(4) Job profile and his suitability: Mr. Sandeep Juneja who was appointed as Additional Director (designated as Whole-time Director & KMP) by Board on December 23, 2024, is proposed to be re-appointed as a Director in the Annual General Meeting (designated as Whole-time Director & KMP). Mr. Sandeep Juneja has over three decade of vast experience in Indian capital Market. and he is responsible for Operations, Risk, Compliance and legal. Mr. Juneja has always demonstrated his aptitude and passion for creating and building cost efficient and compliant processes. Mr. Juneja encouraged building technical capabilities to improve productivity and introduce newer avenues of business.

(5) Remuneration proposed: Details as mentioned in respective resolution.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Looking into the rich experience the proposed remuneration is in consensus with remuneration paid to the persons of other companies of similar size for similarly placed persons in the same industry.

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any- No relation apart from the remuneration to be taken.

III. Other information:

Reasons of loss or inadequate profits and steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

Considering that the remuneration to be paid to the Whole-time Directors of the Company, based on the overall profitability as per Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, arrived at on the basis of the immediate preceding financial year, is inadequate due to a decline in the Company's profits in FY25 compared to FY24. While profitability in H1 FY25 benefited from favorable market prospects, it remained muted in Q3 and Q4 FY25 owing to multiple regulatory changes, including the SEBI circular on derivative trading, continued selling by foreign institutional investors (FIIs), and persistent negative market sentiment. These factors contributed to a 20%-25% decline in average daily turnover across both the cash and F&O segments during these quarters, in line with broader market trends.

To improve profitability, the company is expected to implement the strategy that includes scale up of discount digital business, facilitating algo based trading to broking clients, focus on acquiring new clients, growth of the business partner/franchise network, and diversification of products. Expansion of e



governance services will further contribute to diversified and recurring revenue streams. Investments in technology and operational efficiencies will enhance cost management and improve margins over time.

Research capabilities will be enhanced, not only to support better investment decisions but also to drive higher client engagement through insightful content shared across digital and social platforms. The Company shall also focus on efforts to secure new funding lines to support the growth of the Margin Trading Facility (MTF) book and contribute to further improvements in the Company's credit rating.

IV. Disclosures

The disclosures required under this heading are not applicable on the Company.

None of the Directors and Key Managerial Personnel of the Company (except to the extent of Directorship or shareholding, if any) or their relatives except Mr. Sandeep Juneja are concerned or interested, financial or otherwise, in the resolution.

The details of Mr. Sandeep Juneja pursuant to Secretarial Standard on General Meeting (SS-2) is attached as *Annexure A* which forms part of this notice.

The Board recommends the resolution set forth in **Item no. 04** for the approval of the members as **Special Resolution**.

ITEM NO. 05

APPOINTMENT OF MR. SURESH MAHALINGAM (DIN: 01781730) AS A DIRECTOR:

Mr. Suresh Mahalingam, (DIN: 01781730), was appointed as an Additional Director with effect from April 08, 2025, in accordance with the provisions of Section 161 of The Companies Act, 2013 and the rules prescribed thereunder.

Pursuant to Section 161 of The Companies Act, 2013, Mr. Suresh Mahalingam, holds office up to the date of the ensuing Annual General Meeting. Mr. Suresh Mahalingam, is not disqualified from being appointed as a Director in terms of Section 164 of The Companies Act, 2013 and has given his consent to act as the Director of the Company.

In terms of provisions of Section 152 of The Companies Act, 2013, Director of the Company needs to be appointed at the general meeting. Accordingly, it is proposed to appoint **Mr. Suresh Mahalingam**, as a **Director (Non-Executive & Non-Independent)**, **liable to retire by rotation**, on the Board of the Company.

Members are informed that the Company is in receipt of notice as required under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Suresh Mahalingam for the office of Director.

A brief profile of Mr. Suresh Mahalingam is given below for reference of members:

Suresh Mahalingam holds PG in International Management from IMI, 15+ years of Board experience and he is Currently associated as Independent Director, with Aviva India, Muthoot Housing Finance

He was previously associated as a Director with Pramerica Life Insurance, Principal Asset Management Company, Aadhar Housing Finance, Avanse Financial Services, Navi General Insurance and PGIM India Asset Management and also he previously worked as MD & CEO of TATA AIA, GM at HDFC Life, Business Head at ITC and Member of Group Management Council at WGC

None of the Directors and Key Managerial Personnel of the Company except Mr. Suresh Mahalingam is concerned or interested, financial or otherwise, in the resolution.

The details of Mr. Suresh Mahalingam pursuant to Secretarial Standard on General Meeting (SS-2) is attached as Annexure A which forms part of this notice.

The Board recommends the resolution set forth in **Item no. 05** for the approval of the members as **Ordinary Resolution**.

ITEM NO. 06



APPOINTMENT OF MR. GURUMURTHY RAMANATHAN (DIN: 10366010) AS A DIRECTOR:

Mr. Gurumurthy Ramanathan (DIN: 10366010), was appointed as an Additional Director with effect from April 08, 2025, in accordance with the provisions of Section 161 of The Companies Act, 2013 and the rules prescribed thereunder.

Pursuant to Section 161 of The Companies Act, 2013, Mr. Gurumurthy Ramanathan, holds office up to the date of the ensuing Annual General Meeting. Mr. Gurumurthy Ramanathan is not disqualified from being appointed as a Director in terms of Section 164 of The Companies Act, 2013 and has given his consent to act as the Director of the Company.

In terms of provisions of Section 152 of The Companies Act, 2013, Director of the Company needs to be appointed at the general meeting. Accordingly, it is proposed to appoint **Mr. Gurumurthy Ramanathan as a Director (Non-Executive & Non-Independent), to retire by rotation** on the Board of the Company.

Members are informed that the Company is in receipt of notice as required under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Gurumurthy Ramanathan for the office of Director.

A brief profile of Mr. Gurumurthy Ramanathan is given below for reference of members:

R. Gurumurthy, superannuated end June 23 as Head of Governance at RBL Bank. He brings about 38 years of exposure in the banking sector both in India and in Hong Kong. During the 6 years in his last role he oversaw the assurance, operations, technology & credit functions in the bank. He joined RBL Bank in mid 2011 as part of the transformation team and was heading the Corporate & Institutional Banking business group for about 5 years. He also managed the regulatory interface for RBL Bank for several years.

Prior to joining RBL Bank, he set up & headed the FI Strategic Coverage Group for Standard Chartered Bank for India. In this role he was responsible for building & managing relationships for the Bank with large /strategic clients in the Financial Services space. Prior to joining Standard Chartered Bank he had a long stint with Bank of America in which he managed relationships with the IT sector, Corporates & Financial Institutions.

In earlier assignments he has been associated with Credit Lyonnais and State Bank of India. He has extensive experience in wholesale banking, capital markets, integrated risk management & management of large / diverse teams in leadership both in India & outside.

He is currently an Independent Director in Arka Fincap Ltd., an NBFC promoted by Kirloskar Group and an Additional Director (Independent) in Axis Capital Ltd. which is a wholly owned subsidiary of Axis Bank. Mr. Gurumurthy holds a Bachelor's degree from Delhi University and is a Certified Associate of the Indian Institute of Bankers

None of the Directors and Key Managerial Personnel of the Company except Mr. Gurumurthy Ramanathan is concerned or interested, financial or otherwise, in the resolution.

The details of Mr. Gurumurthy Ramanathan, pursuant to Secretarial Standard on General Meeting (SS-2) is attached as Annexure A which forms part of this notice.

The Board recommends the resolution set forth in **Item no. 06** for the approval of the members as **Ordinary Resolution**.

ITEM NO. 07**APPOINTMENT OF MR. ABHAY KUMAR AGARWAL (DIN: 00042882) AS A DIRECTOR:**

Mr. Abhay Kumar Agarwal (DIN: 00042882), was appointed as an Additional Director with effect from April 08, 2025, in accordance with the provisions of Section 161 of The Companies Act, 2013 and the rules prescribed thereunder.

Pursuant to Section 161 of The Companies Act, 2013, Mr. Abhay Kumar Agarwal holds office up to the date of the ensuing Annual General Meeting. Mr. Abhay Kumar Agarwal is not disqualified from being appointed as a Director in terms of Section 164 of The Companies Act, 2013 and has given his consent to act as the Director of the Company.



In terms of provisions of Section 152 of The Companies Act, 2013, Director of the Company needs to be appointed at the general meeting. Accordingly, it is proposed to appoint **Mr. Abhay Kumar Agarwal** as a **Director (Non-Executive & Non-Independent)** on the Board of the Company.

Members are informed that the Company is in receipt of notice as required under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Abhay Kumar Agarwal for the office of Director.

A brief profile of Mr. Abhay Kumar Agarwal is given below for reference of members:

Mr. Abhay Kumar Agarwal is a Chartered Accountant by profession. He has more than 36 years of industry experience in the areas of Accounting, Finance, Management and Corporate Advisory Services.

He is a member of Audit Committee, the Shareholders' Committee and on the board of directors of various companies for over 20 years. He also has experience as a director in various Non-Banking Financial Companies for more than 10 years.

None of the Directors and Key Managerial Personnel of the Company except Mr. Abhay Kumar Agarwal is concerned or interested, financial or otherwise, in the resolution.

The details of Mr. Abhay Kumar Agarwal pursuant to Secretarial Standard on General Meeting (SS-2) is attached as Annexure A which forms part of this notice.

The Board recommends the resolution set forth in **Item no. 07** for the approval of the members as **Ordinary Resolution**.

ITEM NO. 08

APPOINTMENT OF MR. ARJUN LAMBA (DIN: 00124804) AS A DIRECTOR:

Mr. Arjun Lamba (DIN: 00124804), was appointed as an Additional Director with effect from April 08, 2025, in accordance with the provisions of Section 161 of The Companies Act, 2013 and the rules prescribed thereunder.

Pursuant to Section 161 of The Companies Act, 2013, Mr. Arjun Lamba holds office up to the date of the ensuing Annual General Meeting. Mr. Arjun Lamba is not disqualified from being appointed as a Director in terms of Section 164 of The Companies Act, 2013 and has given his consent to act as the Director of the Company.

In terms of provisions of Section 152 of The Companies Act, 2013, Director of the Company needs to be appointed at the general meeting. Accordingly, it is proposed to appoint **Mr. Arjun Lamba** as a **Director (Non-Executive & Non-Independent)**, **not liable to retire by rotation** on the Board of the Company.

Members are informed that the Company is in receipt of notice as required under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Arjun Lamba for the office of Director.

A brief profile of Mr. Arjun Lamba is given below for reference of members:

Arjun Lamba is the founder director of Guardian Advisors Private Limited (SEBI registered PMS which was founded in 2005). He has completed his BBA from Ecole Les Roches, Switzerland and having 23 years plus experience in the capital markets. Prior to starting Guardian Advisors Private Limited he was with Span Investments and Kotak Securities.

He is in an experienced Investment Professional in the Indian equities market for last 23 years. Guardian Advisors is a specialized investment firm focused on the Indian public equity markets, The Company is a registered portfolio manager with the Securities and Exchange Board of India (SEBI) since 2005. It is one of the oldest PMS providers in India.

He has extensive capital markets experience and M&A (Mergers and Acquisitions) experience (Acquisition of Eveready Industries on behalf of the Burman Family) and is a Non-Independent & Non-Executive Director on the board of Eveready Industries India Limited (Leading battery brand in India) since 3rd September, 2022. He was also a key member of the Burman Family team that acquired Religare Enterprises Limited in 2025.



None of the Directors and Key Managerial Personnel of the Company except Mr. Arjun Lamba is concerned or interested, financial or otherwise, in the resolution.

The details of Mr. Arjun Lamba pursuant to Secretarial Standard on General Meeting (SS-2) is attached as Annexure A which forms part of this notice.

The Board recommends the resolution set forth in **Item no. 08** for the approval of the members as **Ordinary Resolution**.

Place: Noida
Date: September 02, 2025

By order of the Board of Directors
For Religare Broking Limited



Anjali Trivedi

Anjali Trivedi
Company Secretary
M. No: A36069

Address: 2nd Floor, Club 125
(Tower A), A-3, 4 & 5, Sector -
125, Noida U.P. 201301

Annexure-A

INFORMATION REQUIRED AS PER SECRETARIAL STANDARD-2

➤ **Name of the Director:** Mr. Malay Kumar Sinha

Age	69 years																
Qualification	B.A. (Hons), M.A from Delhi University																
Experience	More than 39 years																
Terms and conditions of appointment/ re-appointment	Non-Executive & Independent of the Company for a term of five consecutive year's w.e.f. November 26, 2025, not liable to retire by rotation and as per other details mentioned in the proposed resolution.																
Relationship with other Directors, manger and other KMP of the company	No relation																
Number of meetings attended during the year i.e. F.Y 2024-25	Board & Committee Meetings: <table><tr><td>Board</td><td>07</td></tr><tr><td>Audit Committee</td><td>04</td></tr><tr><td>Nomination & Remuneration Committee</td><td>03</td></tr></table>			Board	07	Audit Committee	04	Nomination & Remuneration Committee	03								
Board	07																
Audit Committee	04																
Nomination & Remuneration Committee	03																
Shareholding in the Company	NIL																
Last Remuneration paid	NA																
Remuneration sought to be paid	NA																
Date of First appointment on the Board	Appointed w.e.f 26/11/2020																
Other Directorships	<div>➤ Religare Enterprises Limited</div> <div>➤ Religare Housing Development Finance Corporation Limited</div> <div>➤ Care Health Insurance Limited</div> <div>➤ Religare Finvest Limited</div> <div>➤ Religare Commodities Limited</div> <div>➤ Delhi Gymkhana Club Limited</div> <div>➤ MIC Insurance Web Aggregator Private Limited</div>																
Membership / Chairmanship of Committees of other Boards	<table><tr><th>S . N o</th><th>Name of Company</th><th>Name of Committee</th><th>Designation (Chairman/Member)</th></tr><tr><td rowspan="4">1</td><td rowspan="4">Religare Enterprises Limited</td><td>Nomination & Remuneration Committee</td><td>Chairperson</td></tr><tr><td>Audit and Governance Committee</td><td>Member</td></tr><tr><td>Stakeholder Relationship Committee</td><td>Chairperson</td></tr><tr><td>Group Risk Management Committee</td><td>Chairperson</td></tr></table>			S . N o	Name of Company	Name of Committee	Designation (Chairman/Member)	1	Religare Enterprises Limited	Nomination & Remuneration Committee	Chairperson	Audit and Governance Committee	Member	Stakeholder Relationship Committee	Chairperson	Group Risk Management Committee	Chairperson
S . N o	Name of Company	Name of Committee	Designation (Chairman/Member)														
1	Religare Enterprises Limited	Nomination & Remuneration Committee	Chairperson														
		Audit and Governance Committee	Member														
		Stakeholder Relationship Committee	Chairperson														
		Group Risk Management Committee	Chairperson														

Religare Broking Limited

CIN: U65999DL2016PLC314319

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Registered Office : 802 - 815B, 8th Floor, Gopal Das Bhawan, 28-Barakhamba Road, Connaught Place, New Delhi - 110001,

Phone: + 91-011-49871213, Fax:+91-011-49871189

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			Investment, Borrowing and Share Allotment Committee	Member
			Committee of Independent Director	Chairperson
			Asset Liability Management Committee	Member
	2	Religare Housing Development Finance Corporation Limited	IT Strategy Committee	Chairperson
			Audit Committee	Member
			Nomination and Remuneration Committee	Chairperson
			Loan/Investment and Borrowing Committee	Member
			Review Committee	Member
			Risk Management Committee	Member
			Corporate Social Responsibility Committee	Member
	3	Religare Finvest Limited	IT Strategy Committee	Chairperson
			Audit Committee	Member
			Nomination and Remuneration Committee	Chairperson
			Loan/Investment and Borrowing Committee	Member
			Corporate Social Responsibility Committee	Member
			Risk Management Committee	Member
			Share Allotment Committee	Member
			Review Committee for the identification of non-cooperative borrowers	Member
			Review Committee On Treatment Of Wilful Defaulters And Large Defaulters	Member
			Special Committee Of The Board For Monitoring And Follow Up Of Cases Of Frauds	Member

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	4	Care Health Insurance Limited	Audit Committee	Member
			Nomination & Remuneration Committee	Member
			Risk Management Committee	Member
			Investment Committee	Member
			Policyholder Protection, Grievance Redressal and Claims Monitoring Committee	Member
			Allotment Committee	Member
			Corporate Social Responsibility Committee	Member
			Stakeholders Relationship Committee	Member
	5	Religare Broking Limited	Audit Committee	Member
			Corporate Social Responsibility Committee	Chairperson
			Nomination & Remuneration Committee	Member
Summary on Performance Evaluation Report of Mr. Malay Kumar Sinha		The performance evaluation reports were placed in the Board and Nomination and Remuneration Committee Meeting and his performance was satisfactory.		

➤ **Name of the Director: Mr. Sandeep Juneja**

Age	48 years		
Qualification	Bcom		
Experience	Over 29 years		
Terms and conditions of appointment	Executive & Non- Independent		
Relationship with other Directors, manger and other KMP of the company	No relation		
Number of meetings attended during the year i.e. F.Y 2024-25	Board	01	
	Committee	Nil	
Shareholding in the Company	NIL		
Last Remuneration paid	As mentioned above in the explanatory statement pursuant to section 102 of Companies Act, 2013.		
Remuneration sought to be paid	As mentioned in the resolution set out at Agenda Item No. 5		
Date of First appointment on the Board	Appointed w.e.f 23/12/2024		
Other Directorships	➤ Religare Care Foundation		
Membership / Chairmanship of	NIL		

Religare Broking Limited

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Committees of other Boards

➤ **Name of the Director:** Mr. Suresh Mahalingam

Age	63 years			
Qualification	Post Graduate Programme in International Management from IMI			
Experience	Over 15 years of experience			
Terms and conditions of appointment	Non- Executive & Non-Independent			
Relationship with other Directors, manger and other KMP of the company	No relation			
Number of meetings attended during the year i.e. F.Y 2024-25	Not Applicable			
Shareholding in the Company	NIL			
Last Remuneration paid	Not Applicable.			
Remuneration sought to be paid	Not Applicable.			
Date of First appointment on the Board	Appointed w.e.f April 08, 2025			
Other Directorships	<div>➤ Muthoot Housing Finance Company Limited</div> <div>➤ Pratishruti Foundation</div> <div>➤ Aviva Life Insurance company India Limited</div> <div>➤ Care Health Insurance Limited</div> <div>➤ Religare Enterprises Limited</div>			
Membership / Chairmanship of Committees of other Boards	S . N o	Name of Compan y	Name of Committee	Designation (Chairman/Me mber)
	1	Aviva Life Insuranc e Co. India Limited	Risk Management, Investment, Nomination &Remuneration with Profits	Member
	2	Muthoot Housing Finance Co. Ltd.	Audit, & IT Strategy Nomination & Remuneration	Chairman Member
	3	Religare Enterpri ses Limited	Nomination & Remuneration	Member

➤ **Name of the Director:** Mr. Gurumurthy Ramanathan

Age	62 years
Qualification	Bachelor's Degree from Delhi University
Experience	Over 38 years of experience
Terms and conditions of appointment	Non- Executive & Non-Independent
Relationship with other Directors, manger and other KMP of the company	No relation



Number of meetings attended during the year i.e. F.Y 2024-25	Not Applicable		
Shareholding in the Company	NIL		
Last Remuneration paid	Not Applicable.		
Remuneration sought to be paid	Not Applicable.		
Date of First appointment on the Board	Appointed w.e.f April 08, 2025		
Other Directorships	➤ Axis Capital Limited ➤ Simplex Infrastructures Limited ➤ Care Health Insurance Limited ➤ Religare Enterprises Limited		
Membership / Chairmanship of Committees of other Boards	S . N o	Name of Company	Name of Committee
	1	Axis Capital Limited	Risk Management Committee
			Audit Committee
			Nomination and Remuneration Committee
	2	Religare Enterprises Limited	Audit & Governance Committee

➤ **Name of the Director:** Mr. Abhay Kumar Agarwal

Age	64 years
Qualification	Chartered Accountant
Experience	Over 34 years of experience
Terms and conditions of appointment	Non- Executive & Non-Independent
Relationship with other Directors, manger and other KMP of the company	No relation
Number of meetings attended during the year i.e. F.Y 2024-25	Not Applicable
Shareholding in the Company	NIL
Last Remuneration paid	Not Applicable.
Remuneration sought to be paid	Not Applicable.
Date of First appointment on the Board	Appointed w.e.f April 08, 2025
Other Directorships	➤ GTV SEZ Phase I Pvt. Ltd ➤ Dabur Securities Private Limited ➤ Lite Bite Foods Private Limited ➤ V I C Enterprises Private Ltd. ➤ Puran Associates Private Limited ➤ Super Hoze Industries Private Limited ➤ GTV Tech SEZ Pvt. Ltd ➤ Ratna Commercial Enterprises Private Limited ➤ Burman Capital Management Private Limited

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	<div>➤ Forum I Aviation Private Limited</div> <div>➤ Gyan Enterprises Private Limited</div> <div>➤ Sportzsquare Ventures Private Limited</div> <div>➤ Mind Sports League Private Limited</div> <div>➤ Burman Estate Private Limited</div> <div>➤ Care Health Insurance Limited</div> <div>➤ Asia Pacific Healthcare Advisors LLP</div>			
Membership / Chairmanship of Committees of other Boards				
	S. No	Name of Company	Name of Committee	Designation (Chairman/Member)
	1	Puran Associates Private Limited	Audit Committee	Member
			Asset Liability Management Committee	
			Risk Management Committee	
			Corporate Responsibility Committee	
			Nomination and Remuneration Committee	
			IT Strategy Committee	
	2	VIC Enterprise Private Limited	Audit Committee	Member
			Asset Liability Management Committee	
			Risk Management Committee	
			Corporate Responsibility Committee	
			Nomination and Remuneration Committee	
IT Strategy Committee				
3.	Ratna Commercial Enterprises Private Limited	Audit Committee	Member	
		Asset Liability Management Committee		
		Risk Management Committee		
		Corporate		

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			Responsibility Committee	
			Nomination and Remuneration Committee	
			IT Strategy Committee	
	4.	Gyan Enterprises Privet Limited	Audit Committee	Member
			Asset Liability Management Committee	
			Risk Management Committee	
			Corporate Responsibility Committee	
			Nomination and Remuneration Committee	
			IT Strategy Committee	

➤ Name of the Director: Mr. Arjun Lamba

Age	45 years			
Qualification	BBA from Ecole Les Roches, Switzerland			
Experience	Over 23 years of experience			
Terms and conditions of appointment	Non- Executive & Non-Independent			
Relationship with other Directors, manger and other KMP of the company	No relation			
Number of meetings attended during the year i.e. F.Y 2024-25	Not Applicable			
Shareholding in the Company	NIL			
Last Remuneration paid	Not Applicable.			
Remuneration sought to be paid	Not Applicable.			
Date of First appointment on the Board	Appointed w.e.f April 08, 2025			
Other Directorships	<div>➤ Eveready Industries India Ltd</div> <div>➤ Guardian Advisors Private Limited</div> <div>➤ Casa Tres India Private Limited</div> <div>➤ Care Health Insurance Limited</div> <div>➤ Religare Digital Solutions Limited</div> <div>➤ K.P.H. Dream Cricket Private Limited</div> <div>➤ Religare Enterprises Limited</div>			
Membership / Chairmanship of Committees of other Boards	S . N o	Name of Company	Name of Committee	Designation (Chairman/Member)

Religare Broking Limited

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	1	Religare Enterprises Limited	Audit Committee	Member	
			Nomination and Remuneration Committee	Member	

By order of the Board of Directors
For Religare Broking Limited



Anjali Trivedi

Anjali Trivedi
Company Secretary
M. No: A36069

Address: 2nd Floor, Club 125
(Tower A), A-3, 4 & 5, Sector -
125, Noida U.P. 201301

Place: Noida
Date: September 02, 2025

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: U65999DL2016PLC314319

Name of the Company: Religare Broking Limited

Registered office: 802-815B, 8th Floor, Gopal Das Bhawan, 28-Barakhamba Road, Connaught Place, New Delhi, India-110001

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member (s) ofshares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

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 Annual General Meeting of the company, to be held on Wednesday **September 24, 2025** at **12 Noon** at 8TH Floor, Max House Block A, Dr. Jha Marg, Okhla Phase 3, Okhla Industrial Estate, New Delhi 110020 and at any adjournment thereof in respect of such resolutions as are indicated in Notice.

Signed this..... day of..... 2025

Signature of shareholder

Signature of Proxy holder

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



ATTENDANCE SHEET
Religare Broking Limited

Regd. Address: 802-815B, 8th Floor, Gopal Das Bhawan, 28-Barakhamba Road, Connaught Place, New Delhi, India-110001

CIN - U65999DL2016PLC314319

Phone: +91-011-49871213; Fax No. : +91-011-49871189

Please fill attendance slip and hand it over at the entrance of the meeting hall. Joint shareholders may obtain additional Slip at the venue of the meeting.

Name and address of the shareholder/Proxy: _____

Folio No.: _____ *ID & Client ID*:*-----

No. of Shares held: _____

I/We hereby record my/our presence at the Annual General Meeting of the company, to be held on on _____(day) of _____(month), 2025 at _____(time) at 8TH Floor, Max House Block A, Dr. Jha Marg, Okhla Phase 3, Okhla Industrial Estate, New Delhi 110020).

*Signature of the Shareholder or Proxy**:* _____

**Applicable for investors holding shares in electronic form.*

***Strike out whichever is not applicable.*

