KLM AXIVA FINVEST LTD

CIN: U65910TG1997PLC026983

Date: September 04, 2026

BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai, India- 400001.

Madam/Sir,

Sub: Notice of 29th Annual General Meeting

This is to inform that the 29th Annual General Meeting (AGM) is scheduled to be held on Wednesday, the 30th day of September 2026 at 02.00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Pursuant to the provisions of Regulation 50(2) of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the Notice of the 29th AGM of the Company along with the instructions for remote e-Voting.

The relevant details in connection with the remote e-Voting are as under:

Cut-Off Date for the purpose of e-voting at the 29th AGM	**Friday, September 18, 2026**
Commencement of e-Voting	**From 9.00 a.m. (IST) on Sunday, September 27, 2026**
End of e-Voting	**Upto 5.00 p.m. (IST) on Tuesday, September 29, 2026**

We hereby inform that the Annual Report for the Financial Year 2025-2026 (including Notice of the 29th AGM) has been sent through email to all the members who have registered their email ids with the Company/Registrar and Transfer Agents of the Company/Depositories.

Kindly take the same on your records.

Thanking you,

For and on behalf of KLM Axiva Finvest Limited

SHIBU THECKUMPURATH VARGHESE

Digitally signed by SHIBU THECKUMPURATH VARGHESE
Date: 2026.09.04 18:17:23 +05'30'

Shibu Theckumpurathu Varghese
Wholetime Director
DIN: 02079917

Notice of 29th Annual General Meeting

Notice is hereby given that the 29th Annual General Meeting of the members of **KLM Axiva Finvest Limited** will be held on Wednesday, September 30, 2026 at 02:00 P.M. IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business: -

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 and Reports of Board of Directors' and Auditors' thereon.

2. To appoint a director in place of Mr. Shibu Theckumpurath Varghese, (DIN: 02079917) who is liable to retire by rotation, and being eligible, offers himself for re-appointment.

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

   "**RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013, Mr. Shibu Theckumpurath Varghese, (DIN: 02079917) who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Special Business:

3. Regularization of Appointment of Ms. Erin Lizbeth Shibu (DIN: 11139980) as Non-Executive Non-Independent Director of the Company & thereby fixing of remuneration.

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 152, 160, 161 and all other applicable provisions of the Companies Act, 2013 read with relevant Rules (including any statutory modification(s) or re-enactment thereof for the time being in force), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India ("RBI") from time to time, subject to the provisions of the Articles of Association of the Company in, based on recommendation of Nomination Remuneration Committee, Ms. Erin Lizbeth Shibu (DIN: 11139980) who was appointed as an Additional Director by the Board of Directors with effect from November 14, 2025 and whose tenure as Additional Director shall cease on the date of this Annual General Meeting and in respect of whom the Company has received the requisite notice proposing her candidature for the office of Director, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation."

   "**RESOLVED FURTHER THAT** pursuant to the provisions of Section 188, 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and rules framed thereunder, regulation 17(6) and 23 of SEBI (Listing Obligations and

Disclosure Requirements) 2015 and based on the recommendation of the Nomination and Remuneration Committee, approval of Audit Committee and Board of Directors, consent of the members be and is hereby accorded to pay an annual remuneration of Rs. 24,00,000/- (Rupees Twenty-four Lakh only) by way of monthly payment to Ms. Erin Lizbeth Shibu."

"RESOLVED FURTHER THAT any director of the Company be and is hereby authorized to do all such acts, deeds, things and matters as may be deemed necessary, proper or desirable to give effect to aforesaid resolution and to file necessary e-forms returns, information, etc. with Registrar of Companies and other applicable authorities."

For and on Behalf of KLM Axiva Finvest Limited,
Sd/-
Shibu Theckumpurath Varghese
Whole time Director
DIN: 02079917

Place: Ernakulam
Date: 13.08.2026

Notes:

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio-visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

2. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ('NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://klmaxiva.com/stakeholders. The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited at https://www.bseindia.com/ and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., https://www.evoting.nsdl.com/.

7. In terms of the MCA Circulars and the relevant SEBI Circulars, the Company is sending this AGM Notice in electronic form only to those Members whose email addresses are registered with the Company/ RTA and/or National Securities Depository Limited ('NSDL') or Central Depository Services Limited ('CDSL').

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with read with MCA Circular issued from time to time

9. SEBI vide Circular dated July 31, 2023 read with Master Circular dated December 28, 2023, has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to above mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal https://smartodr.in/login and the same can also be accessed through the Company's website at https://klmaxiva.com/.

10. Members desirous of inspecting the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and other relevant documents referred to in the Notice or Explanatory Statement will be available electronically for inspection by the Members during the AGM. Members may send their requests to secretarial@klmaxiva.com or cs@klmaxiva.com from their registered email addresses mentioning their name, Folio numbers/DP ID and Client ID.

11. As per Section 72 of the Act, members holding shares in physical mode may submit their nomination by submitting SH-13 which can be downloaded from the Company's website at https://admin.klmaxiva.com/uploads/Form_No_SH_13_f6890720fe.pdf members holding shares in demat mode may contact their respective DPs to update the nomination.

12. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

13. CS. Nikhil George Pinto, Partner, M/s. CaesarPintoJohn & Associates LLP, Company Secretaries, Kochi, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.

14. The Scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such report shall then be sent to the Chairperson or a person authorized by him, within 48 (forty eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.

15. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at https://klmaxiva.com/stakeholders and on the website of NSDL at https://www.evoting.nsdl.com/ immediately after the declaration of Results by the Chairperson or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited.

16. All documents referred to in the accompanying Notice and the explanatory statement shall be open for inspection at the Registered and Corporate Offices of the Company during normal business hours (9.00 a.m. to 5.00 p.m.) on all working days except Sundays upto and including the date of the AGM of the Company.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins Sunday, September 27, 2026 at 09:00 A.M. (IST) and ends on Tuesday, September 29, 2026 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e., Friday, September 18, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 18, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. 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 i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.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 i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL **Easi/Easiest** facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System **Myeasi** Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by 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, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12************** then your user ID is 12**************

c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

ii. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional Members/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email to caesarpintojohn@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e., other than individuals, HUFs, NRIs, etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/Authority Letter", etc. displayed under "e-voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for

procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 secretarial@klmaxiva.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@klmaxiva.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A**) i.e., **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM”

placed under **“Join meeting”** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a **speaker** by sending their request in advance **at least 10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@klmaxiva.com.

6. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@klmaxiva.com. These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.3 - Regularization of Appointment of Ms. Erin Lizbeth Shibu (DIN: 11139980) as Non-Executive Non-Independent Director of the Company

The Nomination and Remuneration Committee, after evaluating and considering the skills and knowledge that would be available to the Board of Directors and pursuant to the provisions of the Companies Act, 2013 (“the Act”) read with the Articles of Association of the Company, recommended to the Board of Directors, appointment of Ms. Erin Lizbeth Shibu (DIN: 11139980) who is daughter of Wholetime Director Mr. Shibu Theckumpurath Varghese and Mrs. Biji Shibu, Executive Director, as Non-Executive Non-Independent Director of the Company. Pursuant to this recommendation, the Company submitted an application through the RBI’s Pravaah Portal seeking prior approval for her appointment. RBI granted its approval on November 05, 2025, through the portal. The Board of Directors, vide resolution dated November 14, 2025, considered the recommendation and appointed Ms. Erin Lizbeth Shibu (DIN: 11139980), with effect from November 14, 2025, as an Additional Director, designated as Non-Executive Non-Independent Director of the Company. The Board of Directors also approved that the term of office of November 14, 2026 as an Additional Director up to the date of the ensuing Annual General Meeting of the Company. Ms. Erin Lizbeth Shibu (DIN: 11139980) is neither disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 nor debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India (SEBI) or any other authority and has given her consent to act as a Director. In the opinion of the Board of Directors, Ms. Erin Lizbeth Shibu (DIN: 11139980) fulfils the conditions for appointment as a Non-Executive and Non-Independent Director as specified in the Act and the Listing Regulations. Ms. Erin Lizbeth Shibu (DIN: 11139980) possesses appropriate skills, experience, knowledge and capabilities, required for the role as Director of the Company.

Details of Ms. Erin Lizbeth Shibu (DIN: 11139980), pursuant to the provisions of (i) the Listing Regulations; and (ii) the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in "Annexure 1" to this Notice.

In accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the applicable provisions of the Listing Regulations, the appointment of Ms. Erin Lizbeth Shibu (DIN: 11139980) as a Non-Executive Non-Independent Director of the Company, along with payment of annual remuneration of Rs. 24,00,000/- (Rupees Twenty-Four Lakh only) by way of monthly payments, requires the approval of the members of the Company by way of a special resolution. The remuneration payable to Ms. Erin Lizbeth Shibu (DIN: 11139980) shall be in accordance with the provisions of Sections 197, 198 and other applicable provisions, if any, of the Act read with Part II of Schedule V to the Act.

Accordingly, the approval of the members is sought through Special Resolution for the appointment of Ms. Erin Lizbeth Shibu (DIN: 11139980) as a Non-Executive Non-Independent Director of the Company, with an annual remuneration of Rs. 24,00,000/- (Rupees Twenty-Four Lakh only) by way of monthly payments, on the terms and conditions set out in the letter of appointment.

Ms. Erin Lizbeth Shibu (DIN: 11139980) is interested in the resolution set out at Item No. 3 of this Notice with regard to her appointment. Relatives of Ms. Erin Lizbeth Shibu (DIN: 11139980) may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Promoter Directors Mr. Shibu Theckumpurath Varghese (DIN: 02079917), Wholetime Director and Mrs. Biji Shibu (DIN: 06484566) Executive Director, are interested in the resolution set out as item no. 3.

The special business to be transacted at the meeting of the Company does not relate to or affects any other Company. So, disclosure pursuant to Section 102 (2) (b) of Companies Act, 2013 is not applicable.

The Board recommends the Special Resolution set out in Item No. 3 of this Notice for the approval of the Shareholders.

Details of directors seeking appointment/ reappointment at the Annual General Meeting as per secretarial standard on general meetings (SS-2)

Name of the Director	Shibu Theckumpurath Varghese	Erin Lizbeth Shibu
DIN	02079917	11139980
Nationality	Indian	Indian
Date of Birth and Age	21/05/1965 & 61	03/05/2002 & 24
Qualifications and Experience	He is associated with the company for the past 10 years. He specializes in the non-banking finance sector.	Graduate Analyst in Trade Finance Operations departments in Barclays Bank PLC, Chennai, A British multinational universal Bank
Terms and Conditions of appointment	Whole-time Director liable to retire by rotation	Non-Executive Non-Independent Director liable to retire by rotation
Remuneration sought to be paid	Currently he draws a remuneration of ₹15,00,000 per month. No remuneration enhancement is proposed.	The remuneration proposed to be paid shall be Rs. 24,00,000/- (Twenty-Four Lakhs only) by way of monthly payment as Director.
Date of first appointment on the Board	July 27, 2016	November 14, 2025
Shareholding in KLM Axiva Finvest Limited	4,36,40,542	79,88,973
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Husband of Mrs. Biji Shibu and Father of Ms. Erin Lizbeth Shibu	Daughter of Mr. Shibu Theckumpurath Varghese, Whole time Director & Mrs. Biji Shibu, Executive Director of the Company
Number of Meetings of the Board attended during the year (2025-2026)	7	2
List of Directorship held in other Companies	Nil	Nil
List of Membership / Chairmanship of Committees of other Board	1. Stakeholders Relationship Committee – Member 2. Corporate Social Responsibility (CSR) Committee – Member 3. Information Technology Strategy Committee (ITSC) – Member 4. Finance Committee (FC) – Chairperson 5. Debenture Committee – Chairperson 6. Risk Management Committee (RMC) – Member	1. Nomination Remuneration Committee - Member 2. Risk Management Committee – Member 3. Information Technology Strategy Committee – Chairperson
Listed Entities from which the Director has resigned in the past three years.	Nil	Nil

For and on behalf of the Board of Directors of
KLM Axiva Finvest Limited
Sd/-
Shibu Theckumpurath Varghese
Whole time Director
DIN: 02079917