Date: 12/11/2026

To,

National Stock Exchange of India Limited
Listing department, Exchange Plaza,
Bandra- Kurla Complex, Bandra (E)
Mumbai- 400 051

Sub: Intimation of outcome of Board Meeting held on **September 30,2026** under Regulation 51 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that at its meeting held today, i.e., **September 30,2026**, the Board of Directors ("**Board**") of Vedika Credit Capital Limited ("**Company**") has inter alia

1. To elect the Chairman of the meeting and ascertain quorum
2. To grant leave of absence, if any
3. To take note of the minutes of the previous meeting of the Board and of the meetings of the Committees of the Board (Resolution No. 1)
4. To consider the Inspection and Risk Assessment Report (IRAR) issued by the Reserve Bank of India and approve the plan for mitigation of risks and redressal of observations (Resolution No. 2)
5. To consider and approve the unaudited financial results for the quarter and half-year ended 30th September, 2026, together with the Limited Review Report (Q2 FY 2026-27) (Resolution No. 3)
6. To review the users of the DAKSH portal for the quarter ended 30th September, 2026 and approve the change therein (Resolution No. 4)
7. To consider and approve the registration of the Company with National E-Governance Services Limited (NeSL), an Information Utility, and the authorisation of officials in this regard (Resolution No. 5)
8. To consider and approve the early redemption of certain outstanding unlisted Non-Convertible Debentures of the Company (Resolution No. 6)
9. To consider and approve the early redemption (pre-closure) of the listed Non-Convertible Debentures of the Company (Resolution No. 7)
10. To consider and approve the sitting fees payable to Independent Directors and Non-Executive Directors (Resolution No. 8)
11. To consider and approve the Annual Action Plan for CSR activities for the financial year 2026-27 (Resolution No. 9)
12. To consider the mode of functioning of the IPO Committee of the Board (Resolution No. 10)
13. To review the cyber security incident and attempted fraud on the VedikaOne lending platform (Resolution No. 11)
14. To consider any other business with the permission of the Chair
    - 14.01. To discuss and take note of the disclosures received from Director – Mr. Hari Babu Shukla under the Companies Act, 2013 (Resolution No. 12)

Enclosing herewith draft Minutes for your kind reference and record

The meeting of the Board of Directors was commenced at **01:30 PM** and concluded at **06:15 PM.**

This is for your information and records.

Thanking You

For Vedika Credit Capital Ltd

For Vedika Credit Capital Ltd
Gaurav Kumar Vohra
Company Secretary

Gaurav Kumar Vohra
Company Secretary & Compliance Officer

MINUTES OF THE 115TH (ONE HUNDRED AND FIFTEENTH) BOARD MEETING OF "VEDIKA CREDIT CAPITAL LTD" (CIN NO.: U67120WB1995PLC069424) HELD ON THURSDAY, 12TH DAY OF NOVEMBER, 2026 AT 01:30 PM (IST) AT THE OFFICE OF THE COMPANY SITUATED AT XV, KOKAR INDUSTRIAL AREA, OPPOSITE SADHU MADAN, KOKAR, RANCHI, JHARKHAND – 834001.

PRESENT

MR. GAUTAM JAIN	-	Chairman & Managing Director
MR. VIKRAM JAIN	-	Whole Time Director
MR. DEEP KUMAR HESSA	-	Director
MR. HARI BABU SHUKLA	-	Independent Director
MR. MAQSOODUL HASAN ANSARI	-	Independent Director
MRS. SUNAINA GARODIA	-	Independent Director

IN ATTENDANCE

MR. GAURAV KUMAR VOHRA	-	Company Secretary & Chief Compliance Officer
MR. ABHISHEK AGARWAL	-	Chief Financial Officer

SPECIAL INVITEE

MR. UMMED MAL JAIN	-	Special Invitee

AGENDA POINT

1. **TO ELECT THE CHAIRMAN OF THE MEETING AND ASCERTAIN QUORUM**

Mr. Gautam Jain, Chairman of the Board, took the chair and presided over the meeting. He welcomed all the Members to the meeting. Thereafter, he ascertained that the requisite quorum was present in terms of Section 174 of the Companies Act, 2013, declared that the meeting was duly convened and properly constituted, and the agenda of the meeting was taken up.

2. **TO GRANT LEAVE OF ABSENCE, IF ANY**

Since all the Directors were present, no leave of absence was required to be granted to any Director.

3. **TO TAKE NOTE OF THE MINUTES OF THE PREVIOUS MEETING OF THE BOARD AND OF THE MEETINGS OF THE COMMITTEES OF THE BOARD**

The minutes of the 114th (One Hundred and Fourteenth) Meeting of the Board of Directors held on **Friday, 14th August, 2026**, and the minutes of the following meetings of the Committees of the Board held on **Friday, 14th August, 2026**, were placed before the Board: (a) 43rd (Forty-Third) Meeting of the Grievance Redressal Committee; (b) 32nd (Thirty-Second) Meeting of the IT Strategy Committee; (c) 29th (Twenty-Ninth) Meeting of the Nomination &

Remuneration Committee; (d) 40th (Fortieth) Meeting of the Risk Management Committee; (e) 42nd (Forty-Second) Meeting of the Audit Committee; (f) 33rd (Thirty-Third) Meeting of the Corporate Social Responsibility Committee; and (g) 39th (Thirty-Ninth) Meeting of the Assets & Liability Committee.

The said minutes were noted and taken on record after necessary discussion, and the Board passed the following resolution unanimously as **Resolution No. 1**:

"RESOLVED THAT pursuant to the applicable provisions of Section 118 of the Companies Act, 2013 read with Rule 25 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standard-1 (SS-1) on Meetings of the Board of Directors (including any statutory modification(s) or re-enactment thereof for the time being in force), the minutes of the 114th (One Hundred and Fourteenth) Meeting of the Board of Directors held on Friday, 14th August, 2026 and the minutes of the meetings of the Committees of the Board held on Friday, 14th August, 2026 and thereafter, if any, as circulated and placed before the Board, be and are hereby noted and taken on record.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to make the requisite entries in the Minutes Book or applicable records of the Company, to issue certified true copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and for matters connected therewith or incidental thereto."

4. TO CONSIDER THE INSPECTION AND RISK ASSESSMENT REPORT (IRAR) ISSUED BY THE RESERVE BANK OF INDIA AND APPROVE THE PLAN FOR MITIGATION OF RISKS AND REDRESSAL OF OBSERVATIONS

The Board was informed that the Reserve Bank of India, under Section 45N of the Reserve Bank of India Act, 1934, had carried out an Inspection for Supervisory Evaluation of the Company with reference to its financial position as on **31st March, 2026**, and had forwarded the Inspection and Risk Assessment Report (IRAR) to the Company via mail on **12th October, 2026** with the advice that the IRAR be placed before the Board at its next meeting and that a Board-approved plan for mitigation of risks and redressal of the observations be finalised. The Board was further informed that the Reserve Bank of India had advised that instances of non-compliance be rectified forthwith and a certificate to that effect be submitted within 45 days, and that compliance on the observations marked as "Action" be furnished within 60 days, from the date of receipt of its letter.

In view of its confidential nature, the IRAR, together with the proposed plan for mitigation of risks and redressal of observations and the Risk Mitigation Plan communicated by the Reserve Bank of India, was tabled at the meeting. The Board discussed the observations contained in the report and the proposed plan in detail.

Following deliberations, the Board noted the IRAR, approved the plan for mitigation of risks and redressal of observations, and strictly directed the management to implement the same on an urgent basis and ensure full compliance within the timelines prescribed by the Reserve Bank of India, by passing the following resolution unanimously as **Resolution No. 2**:

"RESOLVED THAT pursuant to Section 45N of the Reserve Bank of India Act, 1934 and the applicable directions issued by the Reserve Bank of India (including any statutory modification(s) or re-enactment thereof for the time being in force), the Inspection and Risk Assessment Report issued by the Reserve Bank of India with reference to the financial

position of the Company as on **31st March, 2026** received via mail on **12th October 2026**, as tabled before the Board, be and is hereby noted and taken on record, after detailed discussion.

RESOLVED FURTHER THAT the plan for mitigation of risks and redressal of the observations contained in the said report, as tabled before the Board, be and is hereby approved, and the management be and is hereby strictly directed to implement the same on an urgent basis, rectify the instances of non-compliance forthwith, and ensure full compliance within the timelines prescribed by the Reserve Bank of India.

RESOLVED FURTHER THAT the status of implementation of the said plan be placed before the Board periodically, till all the observations are complied with and closed.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to submit the compliance certificate and the compliance on the observations to the Senior Supervisory Manager of the Reserve Bank of India within the prescribed timelines, to furnish such further information as may be required, to issue certified true copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and for matters connected therewith or incidental thereto."

5. TO CONSIDER AND APPROVE THE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF-YEAR ENDED 30TH SEPTEMBER, 2026 TOGETHER WITH LIMITED REVIEW REPORT (Q2 FY 2026-27)

The unaudited financial results of the Company for the **quarter and half-year ended 30th September, 2026**, together with the Limited Review Report issued by the Statutory Auditors thereon, as reviewed and recommended by the Audit Committee at its 43rd (Forty-Third) Meeting held on **Thursday, 12th November, 2026**, were placed before the Board. The Chief Financial Officer presented the financial results, prepared in accordance with Ind AS, along with the Limited Review Report issued by the Statutory Auditors thereon. The Board reviewed the same and discussed the financial performance of the Company for the period.

The Board was further informed that the observations contained in the Inspection and Risk Assessment Report (IRAR) issued by the Reserve Bank of India with reference to the financial position of the Company as on 31st March, 2026 so as received via mail on **12th October 2026** are presently under evaluation by the management, and accordingly, the financial impact, if any, of the said observations has not been considered in the financial results for the quarter and half-year ended 30th September, 2026. The impact, if any, shall be considered upon completion of the said evaluation. The Board noted the same.

Following deliberations, the Board approved the financial results and authorised the Directors and Key Managerial Personnel named below to sign and submit the same to the stock exchange(s), lenders, regulators and other authorities and to arrange for their publication, as applicable, by passing the following resolution unanimously as **Resolution No. 3**:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, and other applicable laws (including any statutory modification(s) or re-enactment thereof for the time being in force), and on the recommendation of the Audit Committee, the unaudited financial results of the Company for the quarter and half-year ended 30th September, 2026, together with the Limited Review Report issued by the Statutory Auditors thereon, as placed before the Board, be and are hereby approved.

RESOLVED FURTHER THAT the Board notes that the observations contained in the Inspection and Risk Assessment Report (IRAR) issued by the Reserve Bank of India with reference to the financial position of the Company as on **31st March, 2026**, so as received via mail dated **12th October, 2026** are presently under evaluation by the management, and accordingly, the financial impact, if any, of the said observations has not been considered in the said financial results, and the same shall be considered upon completion of the said evaluation.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to sign and submit the said financial results, along with the Limited Review Report, to the stock exchange(s), lenders, regulators and other authorities, to arrange for their publication, as applicable, to issue certified true copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and for matters connected therewith or incidental thereto."

6. TO REVIEW THE USERS OF THE DAKSH PORTAL FOR THE QUARTER ENDED 30TH SEPTEMBER, 2026 AND APPROVE THE CHANGE THEREIN

The Board was informed that, in accordance with the circular of the Reserve Bank of India (CO.DOS.RSD.No.S438/31-01-105/2023-2024) dated 24th April, 2023 on Implementation and Usage of DAKSH by Supervised Entities (SEs), and in particular Para 2J thereof, a periodic review of the users of the **DAKSH portal** is required to be carried out. The list of users of the DAKSH portal for the quarter ended **30th September, 2026** was placed before the Board for review.

The Board was further informed that, consequent to a change in the user requirements of the Company, the access of **Mr. Chandan Kumar Malaviya** to the DAKSH portal was proposed to be withdrawn and **Mr. Kunal Pandey** was proposed to be added as a user in his place, for which the necessary steps had been initiated. The remaining five users of the DAKSH portal would continue without any change. The Board reviewed the list of users, approved the said change and ratified the actions already taken, by passing the following resolution unanimously as **Resolution No. 4**:

"RESOLVED THAT pursuant to the circular of the Reserve Bank of India (CO.DOS.RSD.No.S438/31-01-105/2023-2024) dated April 24, 2023 on Implementation and Usage of DAKSH by Supervised Entities (SEs), and in particular Para 2J thereof (including any statutory modification(s) or re-enactment thereof for the time being in force), the list of users of the DAKSH portal of the Company for the quarter ended 30th September, 2026, as placed before the Board, be and is hereby reviewed and taken on record.

RESOLVED FURTHER THAT the approval of the Board be and is hereby accorded for the withdrawal of the access of Mr. Chandan Kumar Malaviya to the DAKSH portal and the addition of Mr. Kunal Pandey as a user in his place, and that the actions, if any, already taken in this regard be and are hereby ratified, and the remaining five users of the DAKSH portal shall continue without any change.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to make the necessary changes, updation and reporting on the DAKSH portal, to furnish such information and

documents as may be required, to issue certified true copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and for matters connected therewith or incidental thereto."

7. TO CONSIDER AND APPROVE THE REGISTRATION OF THE COMPANY WITH NATIONAL E-GOVERNANCE SERVICES LIMITED (NeSL), AN INFORMATION UTILITY, AND THE AUTHORISATION OF OFFICIALS IN THIS REGARD

The Board was informed that, in terms of Section 215 of the Insolvency and Bankruptcy Code, 2016, a financial creditor is required to submit financial information, and information relating to assets in relation to which any security interest has been created, to an Information Utility in the form and manner specified under the Insolvency and Bankruptcy Board of India (Information Utilities) Regulations, 2017. National E-Governance Services Limited (**NeSL**) is registered with the Insolvency and Bankruptcy Board of India as an Information Utility. Further, the Reserve Bank of India, vide its circular DBR.No.Leg.BC.98/09.08.019/2017-18 dated 19th December, 2017, has advised all financial creditors regulated by it, including NBFCs, to adhere to the relevant provisions of the Code and the said Regulations and to put in place appropriate systems and procedures to ensure compliance therewith.

After discussion, the Board approved the registration of the Company with NeSL and authorised the Directors and Key Managerial Personnel named below to complete the registration and to authorise suitable officials of the Company as users on the NeSL platform, by passing the following resolution unanimously as **Resolution No. 5**:

"RESOLVED THAT pursuant to Section 215 of the Insolvency and Bankruptcy Code, 2016 read with the Insolvency and Bankruptcy Board of India (Information Utilities) Regulations, 2017, the circular of the Reserve Bank of India DBR.No.Leg.BC.98/09.08.019/2017-18 dated December 19, 2017 and other applicable directions issued by the Reserve Bank of India (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Board be and is hereby accorded for the registration of the Company with National E-Governance Services Limited (NeSL), an Information Utility registered with the Insolvency and Bankruptcy Board of India, and for the submission of financial information, including information relating to defaults and security interests, to NeSL in the manner and within the timelines specified.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to apply for and complete the registration of the Company with NeSL, to sign and execute the necessary applications, agreements, forms, declarations, undertakings and other documents, to pay the applicable fees and charges, and to do all such acts, deeds, matters and things as may be necessary in this regard.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to further authorise, appoint, add, modify or remove such officers or employees of the Company as administrator(s) or user(s) on the NeSL platform, from time to time, to issue letters of authority to them, and to ensure that the financial information of the Company is submitted to NeSL in accordance with the applicable provisions.

RESOLVED FURTHER THAT a certified true copy of this resolution under the hand of any Director or the Company Secretary of the Company be furnished to NeSL or any other authority or person concerned, as may be required."

8. TO CONSIDER AND APPROVE THE EARLY REDEMPTION OF CERTAIN OUTSTANDING UNLISTED NON-CONVERTIBLE DEBENTURES OF THE COMPANY

The Board was informed that the Company has outstanding unlisted Non-Convertible Debentures ("**NCDs**") of face value ₹1,00,000 each, issued on a private placement basis, including the following:

ISIN	Number of NCDs	Number of holders
INE04HY07070	35	2
INE04HY07088	30	3
INE04HY07104	70	3
INE04HY07112	10	2
Total	**145**	**10**

With a view to rationalising its outstanding debt securities and the compliance requirements associated therewith, the Company had obtained the consent of all the holders of the above NCDs for their redemption prior to the scheduled maturity. Accordingly, it was proposed to redeem the above **145 NCDs aggregating ₹1,45,00,000 (Rupees One Crore Forty-Five Lakh only)** at par, together with the interest accrued thereon, on **Thursday, 12th November, 2026**, in terms of the consent obtained and the issue documents, and to take the consequential actions, including in respect of the security created therefor, in coordination with the Debenture Trustee.

After discussion, the Board approved the proposal by passing the following resolution unanimously as **Resolution No. 6**:

"RESOLVED THAT pursuant to Sections 71 and 179 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Depositories Act, 1996, the applicable directions issued by the Reserve Bank of India and the Articles of Association of the Company (including any statutory modification(s) or re-enactment thereof for the time being in force), and in terms of the consent obtained from all the holders thereof and the issue documents, the approval of the Board be and is hereby accorded for the early redemption, at par, of 145 (One Hundred and Forty-Five) unlisted Non-Convertible Debentures of face value ₹1,00,000 each, aggregating ₹1,45,00,000 (Rupees One Crore Forty-Five Lakh only), issued under ISINs INE04HY07070, INE04HY07088, INE04HY07104 and INE04HY07112, together with the interest accrued thereon up to the date of redemption, by payment to the respective debenture holders on Thursday, 12th November, 2026, after deduction of applicable taxes.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to make payment of the redemption amount, intimate the redemption to the Debenture Trustee, the Registrar and Share Transfer Agent, the depositories and other authorities, carry out the corporate action for the extinguishment of the redeemed debentures, take the necessary steps in coordination with the Debenture Trustee for the modification or satisfaction of the charge, as applicable, file the requisite e-forms with the Registrar of Companies, make the requisite entries in the

statutory registers, issue certified true copies of this resolution, and do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

9. TO CONSIDER AND APPROVE THE EARLY REDEMPTION (PRE-CLOSURE) OF THE LISTED NON-CONVERTIBLE DEBENTURES OF THE COMPANY

The Board was informed that the Company had issued **3,000 (Three Thousand) Non-Convertible Debentures** ("**NCDs**") of face value ₹1,00,000 each, aggregating **₹30,00,00,000 (Rupees Thirty Crore only)**, on a private placement basis under **ISIN INE04HY07385**, which are listed on the National Stock Exchange of India Limited ("**NSE**"). The issue documents of the said NCDs stipulate certain financial covenants, including the maintenance of the ratio of Total Debt to Net Owned Fund within 4.5 times. As on 31st March, 2026, the said ratio stood at approximately 4.66 times, which was duly communicated by the Company.

Accordingly, in terms of the issue documents, the process for the early redemption (pre-closure) of the said NCDs was initiated in coordination with the Debenture Arranger, the Debenture Trustee and the debenture holders. The necessary procedure was followed in accordance with the issue documents and the applicable regulations, including a meeting of the investors in coordination with the Debenture Trustee, and the consent of the debenture holders, the Debenture Trustee and the Debenture Arranger to the pre-closure was obtained. The record date for the pre-closure was fixed as **Thursday, 29th October, 2026**, and it was proposed to redeem the said NCDs at par, together with the interest accrued thereon, on **Friday, 13th November, 2026**, to the debenture holders as on the record date.

After discussion, the Board approved the pre-closure and ratified the actions taken in this regard, by passing the following resolution unanimously as **Resolution No. 7**:

"RESOLVED THAT pursuant to Sections 71 and 179 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Depositories Act, 1996, the applicable directions issued by the Reserve Bank of India and the Articles of Association of the Company (including any statutory modification(s) or re-enactment thereof for the time being in force), and in terms of the issue documents and the consent obtained from the debenture holders, the Debenture Trustee and the Debenture Arranger, the approval of the Board be and is hereby accorded for the early redemption (pre-closure), at par, of 3,000 (Three Thousand) listed Non-Convertible Debentures of face value ₹1,00,000 each, aggregating ₹30,00,00,000 (Rupees Thirty Crore only), issued under ISIN INE04HY07385, together with the interest accrued thereon up to the date of redemption, by payment on Friday, 13th November, 2026, after deduction of applicable taxes, to the debenture holders whose names appeared in the register of beneficial owners maintained by the depositories as on the record date, i.e. Thursday, 29th October, 2026.

RESOLVED FURTHER THAT the actions taken by the Company in this regard, including the procedure followed in accordance with the issue documents and the applicable regulations, the consents obtained and the fixing of the record date, be and are hereby noted, approved and ratified.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to make payment of the redemption amount, make the requisite intimations and submissions to NSE, inform the Debenture Trustee and the Debenture Arranger of the redemption, intimate the depositories

and the Registrar and Share Transfer Agent for the extinguishment of the redeemed debentures and the said ISIN, take the necessary steps in coordination with the Debenture Trustee for the modification or satisfaction of the charge, as applicable, file the requisite e-forms with the Registrar of Companies, make the requisite entries in the statutory registers, issue certified true copies of this resolution, and do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

10. TO CONSIDER AND APPROVE THE SITTING FEES PAYABLE TO INDEPENDENT DIRECTORS AND NON-EXECUTIVE DIRECTORS

The Board was informed that, pursuant to Section 197(5) of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a Director may receive sitting fees as may be decided by the Board, subject to the limit prescribed therein, and that under Section 149(9) of the Companies Act, 2013, Independent Directors may receive sitting fees and reimbursement of expenses for participation in meetings.

The Board considered the recommendation of the Nomination & Remuneration Committee, made at its 30th (Thirtieth) Meeting held on Thursday, 12th November, 2026, that, with a view to rationalising the compensation structure and in supersession of all earlier resolutions passed in this regard, a sitting fee of **₹5,000 (Rupees Five Thousand only) per meeting** be paid to each Independent Director and Non-Executive Director only for attending meetings of the Board, which shall be the only sitting fee payable to such Directors, along with reimbursement of expenses actually incurred by them for attending meetings of the Board and its Committees. The Board noted that the proposed sitting fee is within the limit prescribed under Rule 4 and is uniform for all such Directors, including women Directors.

The Independent Directors and Non-Executive Directors disclosed their interest in the resolution to the extent of the sitting fees and reimbursement of expenses payable to them. None of the other Directors or Key Managerial Personnel of the Company is concerned or interested, financially or otherwise, in the resolution. After discussion, the Board approved the recommendation by passing the following resolution as **Resolution No. 8**:

"RESOLVED THAT pursuant to the provisions of Sections 149(9), 178 and 197(5) of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Articles of Association and the Nomination and Remuneration Policy of the Company (including any statutory modification(s) or re-enactment thereof for the time being in force), and on the recommendation of the Nomination & Remuneration Committee, and in supersession of all earlier resolutions passed in this regard, the consent of the Board be and is hereby accorded for payment of a sitting fee of ₹5,000 (Rupees Five Thousand only) per meeting to each Independent Director and Non-Executive Director of the Company only for attending meetings of the Board of Directors, which shall be the only sitting fee payable to such Directors, along with reimbursement of expenses actually incurred by them for attending meetings of the Board and its Committees, with effect from 12th November, 2026, subject to applicable taxes.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to give effect to this resolution, including making payment of the sitting fees and reimbursements after deduction of applicable taxes, to issue certified true copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable in this regard."

11. TO CONSIDER AND APPROVE THE ANNUAL ACTION PLAN FOR CSR ACTIVITIES FOR THE FINANCIAL YEAR 2026-27

The Board was informed that, pursuant to Rule 5(2) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the CSR Committee formulates and recommends to the Board an Annual Action Plan in pursuance of the CSR Policy of the Company, and the Board may alter the Annual Action Plan during the financial year on the recommendation of the CSR Committee, based on reasonable justification. The Corporate Social Responsibility Committee, at its 34th (Thirty-Fourth) Meeting held on Thursday, 12th November, 2026, had reviewed the CSR obligation, expenditure and activities of the Company for the **financial year 2026-27** till date, and had recommended the Annual Action Plan for the financial year 2026-27 for the approval of the Board.

After discussion, the Board approved the Annual Action Plan and directed the management to ensure that the balance CSR obligation is spent within the prescribed timelines, by passing the following resolution unanimously as **Resolution No. 9**:

"RESOLVED THAT pursuant to Section 135 of the Companies Act, 2013 read with Schedule VII thereto, Rule 5(2) of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the CSR Policy of the Company (including any statutory modification(s) or re-enactment thereof for the time being in force), and on the recommendation of the Corporate Social Responsibility Committee, the Annual Action Plan for CSR activities for the financial year 2026-27, or the modifications thereto, as placed before the Board, be and is hereby approved.

RESOLVED FURTHER THAT the CSR obligation, expenditure and activities of the Company for the financial year 2026-27 till date, as reviewed by the Corporate Social Responsibility Committee, be and are hereby noted, and the management be directed to ensure that the balance CSR obligation is spent within the prescribed timelines through eligible implementing agencies.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to implement the Annual Action Plan, release funds to the implementing agencies in accordance therewith, issue certified true copies of this resolution, and do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and for matters connected therewith or incidental thereto."

12. TO CONSIDER THE MODE OF FUNCTIONING OF THE IPO COMMITTEE OF THE BOARD

The Board was reminded that, at its 114th (One Hundred and Fourteenth) Meeting held on Friday, 14th August, 2026, it had constituted the IPO Committee and approved its terms of reference in connection with the proposed initial public offering of the equity shares of the Company. The Board discussed that the timing of the proposed initial public offering shall be determined by the Board at an appropriate time, having regard to the business priorities of the Company.

Accordingly, the Board decided that the IPO Committee be kept in abeyance with immediate effect till further approval of the Board, and that it shall exercise the powers delegated to it only as and when so directed by the Board, by passing the following resolution unanimously as **Resolution No. 10**:

"RESOLVED THAT pursuant to Section 179 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the timing of the proposed initial public offering of the equity shares of the Company shall be determined by the Board at an appropriate time, and the IPO Committee constituted by the Board at its 114th (One Hundred and Fourteenth) Meeting held on Friday, 14th August, 2026 be and is hereby kept in abeyance with immediate effect till further approval of the Board, and shall exercise the powers delegated to it only as and when so directed by the Board.

RESOLVED FURTHER THAT the actions taken by the IPO Committee, if any, up to the date of this resolution, be and are hereby noted and ratified.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to communicate this decision to the intermediaries and advisors concerned, to issue certified true copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and for matters connected therewith or incidental thereto."

13. TO REVIEW THE CYBER SECURITY INCIDENT AND ATTEMPTED FRAUD ON THE VEDIKAONE LENDING PLATFORM

The Board was informed that, during the period from **14th October, 2026 to 2nd November, 2026**, an outside party had gained unauthorised access to the Company's lending platform, **VedikaOne**, and had attempted to divert customer disbursements by altering the bank details of certain customers. The attempted payouts were stopped by system controls and the team, and the payouts which had left the Company's account were returned by the beneficiary bank, resulting in **nil net financial loss** to the Company. No customer suffered any monetary loss. The incident also involved unauthorised access to certain customer and operational data.

The Board was further informed that the incident has been contained, a forensic review has been carried out, and the incident has been reported to CERT-In and the Reserve Bank of India as a cyber security incident and an attempted fraud. Remediation measures, including strengthening of access and password controls, rotation of credentials, maker-checker control over changes in customer bank details and a vulnerability assessment and penetration testing of the systems, are in progress. The outcome of the reviews of the incident by the IT Strategy Committee, the Risk Management Committee and the Audit Committee at their meetings held earlier on the same day was placed before the Board.

After detailed discussion, the Board took the report on record and directed the management to complete the remediation measures, including the examination of staff accountability, and to place an action taken report at the next meeting of the Board, by passing the following resolution unanimously as **Resolution No. 11**:

"RESOLVED THAT pursuant to the applicable directions and guidelines issued by the Reserve Bank of India, including those relating to Information Technology Governance, Risk, Controls and Assurance Practices and Fraud Risk Management, the directions issued by CERT-In and the policies of the Company (including any statutory modification(s) or re-enactment thereof for the time being in force), the report on the cyber security incident and attempted fraud on the VedikaOne lending platform, together with the containment measures taken, the reporting made to the authorities, the remediation measures and the outcome of the reviews by the IT Strategy Committee, the Risk Management Committee and the Audit Committee, as placed before the Board, be and is hereby noted and taken on record.

RESOLVED FURTHER THAT the management be and is hereby directed to complete the remediation measures and the strengthening of the internal controls identified, including the examination of staff accountability, and to place an action taken report before the Board at its next meeting.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to submit such follow-up information as may be required to CERT-In, the Reserve Bank of India and other authorities, to issue certified true copies of this resolution, and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable to give effect to this resolution and for matters connected therewith or incidental thereto."

14. TO CONSIDER ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIR

With the permission of the Chair and the consent of the Directors present, the following item, not included in the agenda, was taken up for consideration:

14.01. TO DISCUSS AND TAKE NOTE OF THE DISCLOSURES RECEIVED FROM DIRECTOR – MR. HARI BABU SHUKLA UNDER THE COMPANIES ACT, 2013

The Board was informed that **Mr. Hari Babu Shukla**, Independent Director of Vedika Credit Capital Ltd., has been appointed as a director in another company, which is not associated with Vedika Credit Capital Ltd. in any manner. Consequent to the said change in his interest, Mr. Hari Babu Shukla has submitted the necessary disclosures and declarations in compliance with the provisions of the Companies Act, 2013 and the rules made thereunder, which were placed before the Board. These include: (a) Form MBP-1 (Disclosure of Interest) pursuant to Section 184(1) of the Companies Act, 2013 read with Rule 9(1) of the Companies (Meetings of Board and its Powers) Rules, 2014; (b) a declaration pursuant to Section 149(7) of the Companies Act, 2013 confirming that he continues to meet the criteria of independence prescribed under Section 149(6); and (c) any other applicable declarations and confirmations, as required.

The Board noted that the said directorship does not give rise to any conflict of interest with the Company and does not affect his status as an Independent Director. Mr. Hari Babu Shukla, being interested, did not participate in the discussion on this item. After due consideration, the Board decided to take the disclosures and declarations received from Mr. Hari Babu Shukla on record, by passing the following resolution as **Resolution No. 12**:

"RESOLVED THAT pursuant to the provisions of Section 184(1), Section 149(7) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9(1) of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the disclosures and declarations received from Mr. Hari Babu Shukla, Independent Director of the Company, consequent to his appointment as a Director in another company, which is not associated with the Company in any manner, including Form MBP-1, the declaration of independence and other applicable declarations and confirmations, as placed before the Board, be and are hereby noted and taken on record.

RESOLVED FURTHER THAT Mr. Gautam Jain, Chairman & Managing Director, Mr. Vikram Jain, Whole Time Director, Mr. Gaurav Kumar Vohra, Company Secretary & Chief Compliance Officer and Mr. Abhishek Agarwal, Chief Financial Officer of the Company, be and are hereby jointly and/or severally authorised to make the necessary entries in the

statutory registers, file the necessary forms and returns, if any, with the Registrar of Companies, issue certified true copies of this resolution, and do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution."

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair.

Certified to be True and valid

For Vedika Credit Capital Ltd

For Vedika Credit Capital Ltd

Director

Name: Vikram Jain
Designation: Whole Time Director
DIN: 00367570