

**December 11, 2024**

To,

**The General Manager**  
**Department of Corporate Services**  
**BSE Limited,**  
P. J. Towers, Dalal Street,  
Mumbai - 400001**Subject: Proceedings of Extra-Ordinary General Meeting of Aye Finance Limited (“Company”) held on  
Wednesday, December 11, 2024**

Dear Sir/Ma’am,

Pursuant to Regulation 51(2) read with Part B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith proceedings of the Extra-Ordinary General Meeting of the Company held today i.e. Wednesday, December 11, 2024.

This is for your information, record and appropriate dissemination.

Thanking You.

Yours faithfully,  
**For Aye Finance Limited**  
*(formerly known as Aye Finance Private Limited)*

**(Vipul Sharma)**  
**Company Secretary, Compliance Officer & CCO**  
**M. No. – A27737**

**Encl.: as above**

**PROCEEDINGS OF EXTRA-ORDINARY GENERAL MEETING OF AYE FINANCE LIMITED**

The Extra-Ordinary General Meeting ("EGM" or "Meeting") of Aye Finance Limited ("Company") was held on Wednesday, December 11, 2024 through Video Conferencing ("VC"). The Meeting was commenced at 5:30 P.M. (IST) and concluded at 5:35 P.M. (IST).

Mr. Vipul Sharma, Company Secretary, Compliance Officer & CCO of the Company welcomed the Members of the Company. He informed that Shorter Notice of the EGM was sent through electronic mode to all the Members on Wednesday, December 11, 2024 at their respective email ids as available with the Company. He mentioned that pursuant to the circulars issued by Ministry of Corporate Affairs ("MCA"), the facility to join the EGM through VC was provided to all the Members of the Company. As the Meeting was conducted through VC, hence, attendance through proxy was not allowed. With the permission of Mr. Sanjay Sharma who was appointed as Chairperson of the Meeting, he confirmed the requisite quorum being present and thanked all the participants. He introduced the Directors of the Company who attended the Meeting via VC. The Meeting was attended by all the Directors except Mr. Sanjaya Gupta, Independent Director, Mr. Aditya Misra, Mr. Kaushik Anand, Mr. Vivek Kumar Mathur, Mr. Navroz Darius Udwadia and Mr. Gaurav Malhotra, Non-Executive Non-Independent Directors of the Company due to their pre-occupation. It was also informed that representatives from M/s S S Kothari Mehta & Co. LLP, Statutory Auditors & M/s Sanjay Grover & Associates, Secretarial Auditors of the Company also attended the Meeting. The Members were then briefed about the businesses as set out in the Notice of the EGM.

The Notice convening the EGM was taken as read. Thereafter, the following item of businesses as set out in the Notice were put for the Members' approval by way of voting:

Sr. No.	Description of Resolutions	Type of Resolution
1.	Approval for raising of capital through an Initial Public Offering ("IPO") of equity shares, including any discount and reservation contemplated in the offer and pre-IPO placement.	Special Resolution
2.	Approval for the amendment in the Employee Stock Option Plan 2016	
3.	Approval for the amendment in the Employee Stock Option Plan 2020	
4.	Approval for the amendment in the Employee Stock Option Plan 2024	
5.	Approval for the variation in terms of appointment of Mr. Sanjay Sharma (DIN: 03337545) as Managing Director (Whole Time Key Managerial Personnel)	Ordinary Resolution
6.	Approval for the variation in terms of appointment of Mr. Aditya Misra (DIN: 09376632) as Non-Executive Non-Independent Director	
7.	Ratification for the transfer of 1,17,032 ungranted options from Employee Stock Option Plan, 2016 to Employee Stock Option Plan, 2020	Special Resolution

On being put to vote by show of hands, the above Resolutions were passed unanimously.

Thereafter, the meeting was concluded with a vote of thanks.

For Aye Finance Limited  
(formerly known as Aye Finance Private Limited)

(Vipul Sharma)  
Company Secretary, Compliance Officer & CCO  
M. No.: A27737

Date: December 11, 2024  
Place: Gurugram