



PRIDHVI ASSET RECONSTRUCTION AND SECURITISATION COMPANY LIMITED

**ADDENDUM TO THE NOTICE OF EIGHTEENTH ANNUAL GENERAL MEETING
OF PRIDHVI ASSET RECONSTRUCTION AND SECURITISATION COMPANY
LIMITED TO BE HELD ON MONDAY, THE 29TH SEPTEMBER, 2025 AT 5.30 PM
AT DOOR NO.1-55, 6TH FLOOR, 'RAJA PRAASADAMU', MASJID BANDA ROAD,
KONDAPUR, HYDERABAD – 500084.**

Addendum to the Notice of the Eighteenth Annual General Meeting of the Company, is hereby given that the following additional item of Special Business is included in the aforesaid Notice as Item No. 5. This addendum shall be deemed to be an integral part of the original Notice dated 17th June, 2025 and the notes provided therein:

SPECIAL BUSINESS:

5. Appointment of Smt. Kota Kalyani (DIN No. 08754192), as Director of the Company

To consider and if thought fit to pass with or without modifications the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made thereunder as amended or re-enacted from time to time read with Schedule IV to the Act, 2013, Smt.Kota Kalyani (DIN No. 08754192) was appointed by the Board of Directors as an Additional Director of the Company on 26.08.2025, who holds office till the conclusion of this Annual General Meeting and has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 and is eligible for appointment under the provisions of the Companies Act, 2013 and Rules made thereunder, the members of the company accorded their consent for appointment of Smt. Kota Kalyani (DIN No. 08754192) as an Independent Non-Executive Director of the Company, to hold office for five consecutive years on the Board of the Company from 26.08.2025 to 25.08.2030, whose term shall not be subject to retirement by rotation.”

Notes:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT A PROXY OR PROXIES WHO CAN ATTEND AND VOTE INSTEAD OF THE MEMBER AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 2) A person can act as proxy on behalf of members holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
- 3) The Proxy Form duly completed must be lodged at the Registered Office of the Company at least 48 hours before the time fixed for the Meeting.
- 4) Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing their representatives to attend and vote at the Annual General Meeting.



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- 5) In terms of provisions of Section 152 of the Act, Sri. M. Siva Rama Vara Prasad, Director, retires by rotation at the Meeting set out in the Notice. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend his re-appointment.
- 6) In terms of provisions of Section 139, 142 and all other applicable provisions of the Act, M/s. C.V. Ramana Rao & Co., Chartered Accountants were appointed as statutory auditors in the Annual General Meeting held on 5th September, 2022 for a second term of five years i.e., up to the Annual General Meeting to be held in the year 2027.
- 7) Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
- 8) Members holding physical shares are requested to intimate immediately any change in their address and updated email address by writing to the Company with details of registered folio number for future communication.
- 9) Members holding physical shares are requested to convert their shares into dematerialized form. As per the notification of the Ministry of Corporate Affairs vide no. G.S.R. 853 (E) dated 10th September, 2018, unless the shares are in the dematerialized form the request for transfer of shares shall not be accepted and processed.
- 10) Members holding shares in dematerialized form are requested to intimate any changes pertaining to their bank details, mandates, nominations, change of address, contact details, etc. to their Depository Participant (DP).
- 11) Attendance slip, proxy form and the route map showing directions to reach the venue of the Annual General Meeting are annexed hereto.

By order of the Board

Dated: 26.08.2025

Registered Office:
D.No.1-55, Raja Praasadamu,
4th Floor, Wing-I,
Masjid Banda Road, Kondapur,
Hyderabad – 500 084.
CIN: U67120TG2007PLC053327
Website: www.paras.org.in
Email id: co@paras.org.in

Koteswara Rao SSR
Chairperson
DIN No. 00964290

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act")

The following Statement set out all material facts relating to Item No.5 mentioned in the accompanying Notice.



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Item No. 5:

Pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, Smt. Kota Kalyani (DIN No. 08754192) was appointed as an Additional Director of the Company by the Board through circular resolution on 26.08.2025, on the recommendations of the Nomination and Remuneration Committee and approval of the Reserve Bank of India vide its letter DoR.HGG.GOV.No.S4102/18-03-019/2025-26 Dt. 25.08.2025, and who holds office up to the conclusion of this Annual General Meeting.

The Company has received declarations from Smt. Kota Kalyani (DIN No. 08754192) confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and being eligible for appointment as an Independent Director provided consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time.

Smt. Kota Kalyani (DIN No. 08754192) is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013, as amended from time to time.

Smt. Kota Kalyani (DIN No. 08754192) is a postgraduate in commerce from the University of Madras and qualified CAIIB from Indian Institute of Bankers. Smt. Kota Kalyani (DIN No. 08754192) retired as Chief General Manager from Canara Bank in March 2025. Her rich experience in banking, financial matters and general administration for four decades would provide guidance to the company. The Board of Directors on 26.08.2025, considered that her association would be of immense benefit to the Company. Accordingly, consent of the Members is sought for passing Ordinary Resolution as set out in item 5 of the Notice for appointment of Smt. Kota Kalyani (DIN No. 08754192) as an Independent Non-Executive Director of the Company and is not liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Smt. Kota Kalyani (DIN No. 08754192) being appointee, and her relatives to the extent of their shareholding interest, if any, in the company may be deemed interested in the resolution set out at Item No. 5 of the Notice with regard to her appointment.

The Board recommends the resolution set forth in Item No. 5 of the Notice for approval of the Members.

By order of the Board

Dated: 26.08.2025

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