

December 03, 2025

**To,
The General Manager,
Department of Corporate Services,
BSE Limited, P.J. Towers,
25th Floor, Dalal Street,
Mumbai – 400 001**

Dear Sir/Madam,

Subject: Outcome of the Extraordinary General Meeting of Richfield Financial Services Limited

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the gist of proceedings of the Extraordinary General Meeting held on Wednesday, 3rd December, 2025.

Kindly take the above information on your record.

Yours Faithfully,

For **RICHFIELD FINANCIAL SERVICES LIMITED**

**VADASSERIL CHACKO GEORGEKUTTY
MANAGING DIRECTOR
DIN: 09194854**

SUMMARY OF PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF RICHFIELD FINANCIAL SERVICES LIMITED

The Extraordinary General Meeting (EGM) of the Members of M/s. Richfield Financial Services Ltd ('the Company') was held on Wednesday, 3rd December, 2025 at 3.00 PM. through video conference and other audio-visual means (VC). The meeting was held in compliance with the General Circular No. 03/2025 dated 22nd September 2025 read with circulars issued earlier on the subject by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD- 2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject by SEBI ("SEBI Circulars") and as per the applicable provisions of the Companies Act, 2013 and the Rules made there under.

DIRECTORS AND KEY MANAGERIAL PERSON IN ATTENDANCE
Mrs. Indu Ravindran joined over VC from their office Independent Director and Chairperson
Mr. Vadasseril Chacko Georgekutty joined over VC from their office Managing Director
Mr. Midhun Ittoop joined over VC from their office Non-executive Director
Mr. Vishnu Sivan joined over VC from their office Chief Financial Officer
Ms. Roopamol K S joined over VC from their office Company Secretary

OTHER REPRESENTATIVES
Secretarial Auditors (Scrutiniser) joined over VC from their office Representative from M/s. Lakshmi Subramanian & Associates, Chennai

QUORUM OF THE MEETING

A total of 20 Members attended the meeting.

The meeting commenced at 03.00 P.M.

Meeting was called to order at 03.00 P.M and concluded at 03.42 P.M (including 15 minutes time allowed for e- voting at EGM).

Mrs. Indu Ravindran chaired the meeting. The Chairperson informed that this Extraordinary General Meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. She introduced all the Directors and Key Management Personnel who were present in the meeting.

The requisite quorum being present, the Chairperson called the meeting to order. The Chairperson welcomed all shareholders, scrutiniser and other invitees joining over VC and delivered her speech.

Ms. Roopamol K S, Company Secretary informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice.

The Chairperson, Mrs. Indu Ravindran, read out to the shareholders the response submitted by the Company to the observation raised by BSE Limited on the in-principle application, as under:

“The Objects of the Preferential Issue have been further bifurcated and clarified as under:

1. Business Activities and Financing Future Growth Opportunities – Minimum of 75% of Issue Proceeds

The Company is a Non-Banking Financial Company (NBFC) primarily engaged in extending personal loans, gold loans and other loan products. Accordingly, minimum of 75% (seventy-five percent) of the Issue Proceeds shall be utilised towards the following specific business activities and growth initiatives:

- **Onward lending and loan disbursements** in respect of personal loans, gold loans and other loan products forming part of the Company’s existing and proposed product portfolio.
- **Repayment / prepayment of principal and interest** on existing borrowings availed by the Company, in order to optimise the cost of funds and strengthen the balance sheet.
- **Enhancement of lending operations and working capital**, including meeting margin requirements, funding receivables and other operational funding needs directly related to the Company’s NBFC activities.
- **Branch expansion and network strengthening**, including setting up new branches/business locations in identified geographies, refurbishment/upgradation of existing branches and associated capital expenditure.
- **Investment in technology and infrastructure**, including upgradation of core lending platforms, digital onboarding systems, data management, cyber security, IT hardware and software to support scalable, tech-enabled lending.
- **Increase in employee strength and related operational resources** required to support the above growth plans, including recruitment, training and capacity building in line with regulatory and business requirements.

These activities collectively constitute the “business activities and future growth opportunities” for which the funds are being raised and are directly linked to the expansion and strengthening of the Company’s core NBFC business.

2. General Corporate Purposes – Up to 25% of Issue Proceeds

Up to 25% (twenty-five percent) of the Issue Proceeds will be utilised towards general corporate purposes, which shall include, inter alia:

- Meeting ongoing **administrative and operational expenses** of the Company.
- Providing for **general corporate exigencies and contingencies**, including unforeseen business requirements.
- Funding **statutory payments, professional fees and compliance-related costs** in the ordinary course of business.

- Any other purposes as may be permissible under applicable laws and as may be decided by the Board from time to time, and which support the Company's overall business operations.

The above objects and bifurcation are based on internal management estimates, operating plans and growth strategies. It is currently proposed to deploy the Issue Proceeds by the end of June 2026, subject to changes in circumstances, the Company's financial condition, business or strategies, market conditions and receipt of necessary approvals/consents, as applicable. In the event the Issue Proceeds are not fully utilised by the end of June 2026, the balance shall be deployed in subsequent periods, as may be determined by the Board, in compliance with applicable law.

Pending utilisation of the Issue Proceeds for the above objects, the Company may invest the funds in money market instruments including money market mutual funds, deposits with scheduled commercial banks or any other permitted investments in accordance with applicable laws.

The above disclosures are in line with the Notice/Circular. Further, the Company is not required to appoint a monitoring agency in respect of the Preferential Issue, since the aggregate size of the issue does not exceed INR 100 crore, in accordance with the applicable regulatory requirements.

Further with reference to point (xiii) of the EGM Notice, we clarify that Ente Naadu Multi State Agro Cooperative Society Limited does not have any Ultimate Beneficial Owner ("UBO") under the applicable laws governing Multi-State Co-operative Societies.

Under the Multi-State Cooperative Societies Act, no member of a multi-state cooperative society is permitted to hold more than one-fifth (1/5th) of the total share capital of the society. Consequently:

- No individual member is permitted to exercise control or hold a significant beneficial interest beyond the statutory cap;
- Each member/depositor has **one vote**, irrespective of the extent of shareholding or deposit amount; and
- There is, therefore, **no single individual who qualifies as a UBO** on the basis of ownership, control or voting rights.

In view of the above legal framework and the current shareholding pattern of Ente Naadu Multi State Agro Cooperative Society Limited, there are no UBO details required or available to be furnished for the said allottee."

The Company Secretary further informed that the shareholders were provided a facility to ask questions or express their views through VC, audio and through chat on the aforesaid resolutions. A total of 5 Shareholders registered their names out of which 2 shareholders opted to speak in the meeting and the Chairperson answered all the queries raised by the shareholders and replied them satisfactorily.

The following item of business, as per the Notice of EGM dated 6th November 2025, were transacted at the meeting.

All the resolutions were passed with the requisite majority.

Resolution s No.	Special Business	Type of resolution
1.	Issue of 40,00,000 (Forty Lakhs) Equity Shares on Preferential Basis by way of Private Placement to the Promoter and to Certain Identified Non-Promoters	Special

The Board of Directors appointed M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries, Chennai, as the Scrutinizer to supervise the e-voting process. The Chairperson authorized the Company Secretary to declare the e-voting results, intimate the stock exchanges and place the same on the website of the Company.

The details of the e-voting results (remote e-voting and e-voting at the EGM) on all the resolution as set out in the Notice of EGM would be available in the BSE Website www.bseindia.com and Company Website www.rfsl.co.in. within 2 working days from this meeting.

This is for your information and records.

Thanking you,

For **RICHFIELD FINANCIAL SERVICES LIMITED**

VADASSERIL CHACKO GEORGEKUTTY
MANAGING DIRECTOR
DIN: 09194854