NOTICE

NOTICE IS HEREBY GIVEN THAT THE 32ND ANNUAL GENERAL MEETING OF MEMBERS OF CLIX CAPITAL SERVICES PRIVATE LIMITED ("THE COMPANY") WILL BE HELD ON MONDAY, 28TH DAY OF SEPTEMBER, 2026 AT 4:00 P.M. THROUGH VIDEO CONFERENCING OR OTHER AUDIO-VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESSES AT W2/14, FIRST FLOOR, WEST PATEL NAGAR, NEW DELHI- 110008.

A. ORDINARY BUSINESS:

1. Adoption of Financial Statements along with Reports

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, the reports of the Auditors and Board of Directors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 alongwith the report of the Auditors thereon.

B. SPECIAL BUSINESS:

2. AMENDMENT IN ARTICLES OF ASSOCIATION

To consider and, if thought fit, to pass, with or without modification, the following as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, modifications, amendments and re-enactments of the Companies Act, 2013, consent be and is hereby accorded for alteration of Articles of Association of the Company to replace the existing clause 61 with the below given clause:
61. The Company may pay remuneration in any mode as prescribed herein below, to one or more non executive directors, including independent directors, as per the limits approved by the Board and/or shareholders of the Company from time to time:
(i) The non- executive directors, including independent director, may be paid remuneration by way of sitting fees, commission and/ or in such other manner in pursuance of the act, as may be decided by the Board from time to time.
(ii) In addition to the remuneration or commission payable to them in pursuance of the Act, the non- executive directors may be paid travelling, hotel and other expenses as may be incurred by them:
(a) for attending and returning from meeting of the Board of Directors or any committee thereof or general meetings of the Company or such other meeting of Directors or Management as may require their physical presence; or
(b) in connection with the business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary and incidental for giving effect to this resolution."

3. PAYMENT OF COMMISSION

To consider and, if thought fit, to pass, with or without modification, the following as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the applicable provisions, if any, of the Companies Act, 2013, read with the Articles of Association of the Company consent be and is hereby accorded for payment of commission aggregating to Rs. 14,25,000/- (Rupees Fourteen Lakhs Twenty Five Thousand only) to the Independent Directors of the Company for financial year 2025-26.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby severally authorized to determine the proportion and manner of distribution of commission and do all such acts, deeds, matters and things as may be deemed necessary or incidental to give effect to this resolution."

BY ORDER OF THE BOARD
FOR CLIX CAPITAL SERVICES PRIVATE LIMITED

Vinu

VINU R KALRA
COMPANY SECRETARY
MEMBERSHIP NO. A17923

Date: 13th August, 2026
Place: Gurugram

Notes:

1. In compliance with General Circular No. 03/2025 dated 22.09.2025 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circular") and in compliance with the provisions of the Companies Act, 2013 (the "Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 this AGM is being convened to be held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue.
2. In compliance with the requirements of the MCA Circulars, electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2026 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (Collectively referred to as Notice) have been sent to all the Members on their e- mail ids registered with the Company through electronic means and no physical copy of the Notice has been sent by the Company to any Member.
3. The Meeting allows Two-way Teleconferencing for the ease of participation of the Members. Members are requested to notify their Change of Address or e-mail ID, if any to the Company immediately.
4. The participants are allowed to post questions concurrently and are also given time to submit questions in advance, further for any technical assistance required at the time of login in / accessing / voting at the meeting through VC on the e-mail address of the company i.e., clix.listing@clix-capital.com.
5. The facility for joining the Meeting through Video Conferencing (VC) shall be open before 15 minutes from the time scheduled to start the meeting.
6. The Chairman for the Meeting shall be appointed in accordance with the Section 104 of the Companies Act, 2013.
7. Attendance of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) shall be counted for the purpose of reckoning the Quorum under Section 103 of the Companies Act, 2013.
8. In terms of the provisions of Section 112 and 113 of the Act read with applicable Circulars, Corporate Shareholders are entitled to appoint their authorized representatives to attend the AGM through VC/OAVM on their behalf and participate thereat. Such Corporate Shareholders are required to send the certified copy of the Board resolution authorizing their representative to attend the AGM through VC and vote on their behalf, to clix.listing@clix-capital.com before the Annual General Meeting.
9. The proceedings of the meeting shall be recorded and shall be kept in the safe custody of the Company. Such recording shall be made available at the request of the Members.
10. All Documents referred to in the accompanying notice shall be open for inspection on the date of Annual General Meeting of the Company via sharing link.
11. The Chairman may decide to conduct a vote by Show of Hands, unless a demand for poll is made by any Member in accordance with Section 109 of the Act. In case the counting of votes requires time, the said meeting may be adjourned and called later to declare the result.

12. During the meeting held through VC or OAVM facility, where a poll on any item is required, the Members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company to the designated email address of the Company clix.listing@clix-capital.com
13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the Meeting through VC which can be accessed through a sharing link.
14. The Link for the meeting and the detailed instructions for joining the link will be shared in due course.
15. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

BY ORDER OF THE BOARD
FOR CLIX CAPITAL SERVICES PRIVATE LIMITED

Vinu

VINU R KALRA
COMPANY SECRETARY
MEMBERSHIP NO. A17923

Date: 13th August, 2026
Place: Gurugram

Explanatory Statement under Section 102 of the Companies Act, 2013

ITEM NO. 2

The existing Articles of Association ("AOA") of the Company contain provisions relating to payment of sitting fees to Non-Executive Directors. However, the AOA does not specifically provide for payment of remuneration by way of commission or through other modes permissible under the Companies Act, 2013.

In order to align the AOA with the provisions of the Companies Act, 2013 and to provide enabling authority for payment of remuneration by way of other modes, to Non-Executive Directors, including Independent Directors, in accordance with applicable law, it is proposed to replace the existing Article 61 of the AOA with the revised Article as set out in the Resolution mentioned at Item No. 2.

Accordingly, the Board of Directors of the Company had in its meeting held on 13th August, 2026 approved the amendment in the AOA, subject to the approval of the Members which is now being sought by way of a **Special Resolution**.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except in their capacity as Non-Executive Directors/Independent Directors who may be entitled to remuneration in accordance with applicable law, are concerned or interested, financially or otherwise, in the Resolution.

ITEM NO. 3

The Board of Directors, considering the significant contribution made by the Independent Directors in strengthening the Company's governance framework, enhancing regulatory compliance, overseeing risk management practices, and providing valuable strategic guidance and industry expertise, has in its meeting held on 13th August, 2026, recommended payment of commission to the Independent Directors for the financial year 2025-26.

The commission shall be distributed among the Independent Directors, taking into account, inter alia, their participation in Board and Committee meetings, responsibilities as Chairperson/Member of Committees, time devoted to the affairs of the Company and overall contribution towards the Company's governance and long-term growth.

The Articles of Association of the Company are proposed to be amended to include enabling provision for payment of remuneration/commission to Non-Executive Directors including Independent Directors as may be decided by the Board.

Accordingly, in accordance with the provisions of amended AOA of the Company and applicable provisions of Companies Act, 2013 the Board recommends the resolution(s) mentioned at Item No 3 for approval by the Members as a Special resolution.

The Independent Directors may be deemed to be concerned or interested in the resolution(s) to the extent of the commission payable to them. None of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution(s).

BY ORDER OF THE BOARD
FOR CLIX CAPITAL SERVICES PRIVATE LIMITED

Vinu

VINU R KALRA
COMPANY SECRETARY
MEMBERSHIP NO. A17923

Date: 13th August, 2026
Place: Gurugram

Clix Capital Services Private Limited

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