

Notice of Annual General Meeting

YES Securities (India) Limited

CIN: U74992MH2013PLC240971

Registered Office: 2nd Floor, North side, YES Bank House, Off WEH, Santacruz (E), Mumbai - 400055

Notice is hereby given that the Twelfth (12th) Annual General Meeting (AGM) of the Members of YES Securities (India) Limited (the Company) will be held on **Wednesday, August 20, 2025, at 2:30 P.M.** through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following business.

Ordinary Business:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year 2024-25 together with the reports of the Directors and Auditors thereon.**

*To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:*

"RESOLVED THAT the audited financial statements of the Company for the Financial Year ended March 31, 2025 comprising of the audited Balance Sheet as at March 31, 2025, the Statement of Profit & Loss for the Financial Year ended on that date, Cash Flow Statement for the Financial Year ended March 31, 2025 and the Explanatory Notes to the financial statements for the Financial Year ended March 31, 2025 along with the Reports of Board of Directors and the Auditors thereon as circulated to the Members and laid before the Meeting be and are hereby considered and adopted."

2. **To appoint a director in place of Mr. Rajan Pentel (DIN: 08432870) who retires by rotation and being eligible offers himself for re-appointment.**

*To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rajan Pentel (DIN: 08432870) who retires by rotation at 12th Annual General Meeting and being eligible, be and is hereby re-appointed as a Director (Category-Non-Executive) of the Company liable to retire by rotation."

Special Business:

3. **Appointment of Mr. Dhananjaya Tambe (DIN: 07260971) as an Independent Director of the Company.**

*To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:*

"RESOLVED THAT that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the Articles of Association of the Company, Mr. Dhananjaya Tambe (DIN: 07260971), who was appointed as an Additional Director (Independent and Non-Executive) of the Company w.e.f. June 20, 2025, and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing pursuant to Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, being so eligible, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from June 20, 2025 to June 19, 2030 (both days inclusive)."

4. **Revision in remuneration of Mr. Anshul Arzare (DIN: 07585882), Managing Director & CEO.**

*To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:*

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 of the Companies Act, 2013 ("the Act") read with Schedule V of the Act and all other applicable provisions, if any, of the Act and pursuant to the Articles of Association of the Company and in partial modification of the Resolution passed by the Members at Extra Ordinary General Meeting held on January 19, 2024 relating to re-designation of Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO of the Company, the consent of the Members be and is hereby accorded to revise the remuneration of Mr. Anshul Arzare (DIN: 07585882), Managing Director & CEO for a period from April 1, 2025 till the remaining tenure of Mr. Anshul Arzare (i.e. upto August 8, 2025), as stated below:

Remuneration: Rs. 3,10,57,200 (comprises of fixed pay for FY 2025-26, performance pay for FY 2024-25 and value of stock options). The fixed pay paid/to be paid shall be proportionate for the period from April 1, 2025 till August 8, 2025.

RESOLVED FURTHER THAT except to the extent of revision in the remuneration as stated above, other terms and conditions pertaining to redesignation of Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO of the Company as approved by the Members vide Resolution passed at Extra Ordinary General Meeting held on January 19, 2024, shall remain unaltered.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and is hereby severally authorized to do all such acts, deeds, matters and things arising out of and incidental thereto as may be deemed necessary, proper, expedient, or incidental to give effect to this resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs or submission of necessary documents with any other concerned Authorities in connection with this resolution.

5. **Revision in remuneration of Mr. Amar Ambani (DIN: 03575710), Executive Director.**

*To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:*

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 of the Companies Act, 2013 ("the Act") read with Schedule V of the Act and all other applicable provisions, if any, of the Act and pursuant to the Articles of Association of the Company and in partial modification of the Resolution passed by the Members at Extra Ordinary General Meeting held on January 19, 2024 relating to appointment of Mr. Amar Ambani (DIN:03575710) as an Executive Director of the Company, the consent of the Members be and is hereby accorded to revise the remuneration of Mr. Amar Ambani (DIN: 03575710), Executive Director for a period from April 1, 2025 till the remaining tenure of Mr. Amar Ambani (i.e. upto December 31, 2025), as stated below :

Remuneration: Rs. 2,54,91,250 (comprises of fixed pay for FY 2025-26, performance pay for FY 2024-25 and value of stock options). The fixed pay paid/to be paid shall be proportionate for the period from April 1, 2025 till December 31, 2025.

RESOLVED FURTHER THAT except to the extent of revision in the remuneration as stated above, other terms and conditions pertaining to appointment of Mr. Amar Ambani (DIN: 03575710) as an Executive Director of the Company as approved by the Members vide Resolution passed at Extra Ordinary General Meeting held on January 19, 2024, shall remain unaltered.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and is hereby severally authorized to do all such acts, deeds, matters and things arising out of and incidental thereto as may be deemed necessary, proper, expedient, or incidental to give effect to this resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs or submission of necessary documents with any other concerned Authorities in connection with this resolution.

6. **Re-appointment of Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO of the Company.**

*To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:*

"RESOLVED THAT that pursuant to the provisions of Sections 196, 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for re-appointment of Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO of the Company for a period of three years w.e.f. August 9, 2025.

RESOLVED FURTHER THAT Mr. Anshul Arzare (DIN: 07585882) shall continue to be identified as Designated Director of the Company for the purpose of requirement of the Stock Exchanges (of which the Company is Trading Member) and Key Managerial Person of the Company pursuant to provisions of Section 2(51) read with Section 203 of the Companies Act, 2013.

RESOLVED FURTHER THAT pursuant to provisions of Articles No. 57(xiv) of the Articles of Association of the Company, office of Mr. Anshul Arzare (DIN: 07585882) shall not be considered for the purpose of retirement of Director by rotation so long as Directors not liable to retire by rotation does not exceed one third of the total number of Directors for the time being.

RESOLVED FURTHER THAT re-appointment of Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO of the Company shall govern by the terms and conditions as stated below:

a. Tenure:

From August 9, 2025 to August 8, 2028 (both days inclusive)

b. Details of remuneration:

Total Cost to Company: INR 3.11 crore per annum.

c. Perquisites:

Mr. Arzare will be entitled to an annual performance bonus as may be determined by the Board of Directors or Nomination and Remuneration Committee of the Board in terms of the Nomination and Remuneration Policy / Compensation & Benefits Policy of the Company subject to the overall limits prescribed (if any) under the Companies Act, 2013.

Mr. Arzare will also be eligible for perquisites (evaluated as per Income-tax rules wherever applicable and otherwise at actual cost to the Company) as per the Policy of the Company and the applicable laws.

d. Separation:

The re-appointment may be terminated by either party by giving not less than three (3) months prior notice of termination to the other party.

e. Other terms:

The terms and conditions including remuneration as set out hereinabove may be altered / varied from time to time by the Board of Directors or the Nomination and Remuneration Committee of the Board as it may, at its discretion, deem fit within the overall ceiling fixed herein.

For all other terms and conditions not specifically spelt out above, the policies of the Company as applicable to the employees of the Company shall apply.

RESOLVED FURTHER THAT notwithstanding anything contained in Sections 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/re-enactment thereof or any revised/new schedule thereof, in the event of absence of profits or inadequate profits in any financial year, the salary, perquisites and statutory benefits, as mentioned hereinabove be paid as minimum remuneration to Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO of the Company.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and is hereby severally authorized to do all such acts, deeds, matters and things arising out of and incidental thereto as may be deemed necessary, proper, expedient, or incidental to give effect to this resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs or submission of necessary documents with any other concerned Authorities in connection with this resolution.

7. **Re-appointment of Mr. Amar Ambani (DIN: 03575710) as an Executive Director of the Company.**

*To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:*

"RESOLVED THAT that pursuant to the provisions of Sections 196, 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded for re-appointment of Mr. Amar Ambani (DIN:03575710) as an Executive Director of the Company, liable to retire by rotation, for a period of three years w.e.f. January 1, 2026.

RESOLVED FURTHER THAT Mr. Amar Ambani (DIN:03575710) shall continue to be identified as Designated Director of the Company for the purpose of requirement of the Stock Exchanges (of which the Company is Trading Member) and Key Managerial Person of the Company pursuant to provisions of Section 2(51) read with Section 203 of the Companies Act, 2013.

RESOLVED FURTHER THAT the terms and conditions for appointment of Mr. Amar Ambani (DIN: 03575710) as an Executive Director of the Company are as follows:

a. Tenure:

From January 1, 2026 till December 31, 2028

b. Remuneration:

Total Cost to Company: INR 2.55 crore per annum.

c. Perquisites:

Mr. Ambani will be entitled to an annual performance bonus as may be determined by the Board of Directors or Nomination and Remuneration Committee of the Board in terms of the Nomination and Remuneration Policy/Compensation & Benefits Policy of the Company subject to the overall limits prescribed (if any) under the Companies Act, 2013.

Mr. Ambani will also be eligible for perquisites (evaluated as per Income-tax rules wherever applicable and otherwise at actual cost to the Company) as per the Policy of the Company and the applicable laws.

d. Separation:

The re-appointment may be terminated by either party by giving not less than three (3) months prior notice of termination to the other party.

e. Other terms:

The terms and conditions including remuneration as set out hereinabove may be altered/varied from time to time by the Board of Directors or the Nomination and Remuneration Committee of the Board as it may, at its discretion, deem fit within the overall ceiling fixed herein.

For all other terms and conditions not specifically spelt out above, the policies of the Company as applicable to the employees of the Company shall apply.

RESOLVED FURTHER THAT notwithstanding anything contained in Sections 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/re-enactment thereof or any revised/new schedule thereof, in the event of absence of profits or inadequate profits in any financial year, the salary, perquisites and statutory benefits, as mentioned hereinabove be paid as minimum remuneration to Mr. Amar Ambani (DIN:03575710) as an Executive Director of the Company.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and is hereby severally authorized to do all such acts, deeds, matters and things arising out of and incidental thereto as may be deemed necessary, proper, expedient, or incidental to give effect to this resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs or submission of necessary documents with any other concerned Authorities in connection with this resolution.

8. Payment of managerial remuneration for the Financial Year 2025-26 in excess of the limit(s) prescribed under the provisions of the Companies Act, 2013.

*To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:*

"RESOLVED THAT pursuant to provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Members of the Company be and is hereby accorded for the payment of remuneration of Rs. 2,01,76,000 plus performance pay and Stock Options as applicable to Mr. Anshul Arzare (DIN:07585882), Managing Director & CEO for the Financial Year 2025-26 which is likely to exceed the limit(s) prescribed for managerial remuneration under Section 197(1) of the Companies Act, 2013.

RESOLVED FURTHER THAT pursuant to provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Members of the Company be and is hereby accorded for the payment of fixed remuneration of Rs. 1,87,53,000 plus performance pay and Stock Options as applicable to Mr. Amar Ambani (DIN:03575710), Executive Director for the Financial Year 2025-26 which is likely to exceed the limit(s) prescribed for managerial remuneration under Section 197(1) of the Companies Act, 2013.

RESOLVED FURTHER THAT any one of the Directors or the Company Secretary be and is hereby severally authorized to do all such acts, deeds, matters and things arising out of and incidental thereto as may be deemed necessary, proper, expedient, or incidental to give effect to this resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs or submission of necessary documents with any other concerned Authorities in connection with this resolution.

9. Amendment to YES Securities (India) Limited ('YSIL')- Performance Employee Stock Option Plan.

*To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:*

"RESOLVED THAT pursuant to provisions of the Rule 12(5)(a) of the Companies (Share Capital and Debentures) Rules, 2014, other applicable provisions, if any, of the Companies Act, 2013, approval accorded by the Board of Directors basis the recommendation of the Nomination and Remuneration Committee, the consent of the Members be and is hereby accorded for amendment(s) to the YES Securities (India) Limited ('YSIL')- YSIL - Performance Employee Stock Option Plan as per details provided in the Statement u/s 102 (1) of the Companies Act, 2013 which forms part of this notice of 12th Annual General Meeting of the Company.

RESOLVED FURTHER THAT any one of the Directors or Head – Human Capital Management or Company Secretary be and are hereby severally authorized to do/undertake all such acts and matters as may be necessary to give effect to above Resolution or for the matters connected therewith or incidental thereto.

By Order of the Board of Directors
YES Securities (India) Limited

sd/-
Chetna Anand
Company Secretary
Membership No.: A31099
Place: Mumbai
Date: July 15, 2025

Registered Office:
2nd Floor, North Side, YES Bank House,
Off WEH, Santacruz East,
Mumbai - 400055
CIN: U74992MH2013PLC240971

Notes:

1. The Ministry of Corporate Affairs (MCA), vide its General circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and 09/2024 dated September 19, 2024 (collectively 'MCA Circulars') have permitted companies to conduct AGM through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars, applicable provisions of the Companies Act, 2013 and Rules made thereunder, the 12th AGM of the Company is being convened and conducted through VC. The venue of the meeting shall be deemed to be the Registered Office of the Company situated at 2nd Floor, North side, YES Bank House, Off Western Express Highway, Santacruz (E), Mumbai – 400055.
2. As per Section 105 of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf. Since the 12th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 12th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. As per the provisions under the MCA Circulars, Members attending the 12th AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. In case of joint holders attending the Meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
5. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution/authorization letter to companysecretarial@ysil.in.
6. Register of Directors & Key Managerial Personnel and Register of Contracts or Arrangements in which Directors are interested and other document(s) referred to in the notice (if any) will be made available for electronic inspection without any fee from the date of circulation of this notice up to the date of AGM i.e. August 20, 2025. Members seeking to inspect such document(s) can send an email to companysecretarial@ysil.in
7. In line with the MCA Circulars, the Notice of the 12th AGM along with the Annual Report 2024-25 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and Annual Report 2024-25 is also available on the Company's website at <https://www.yesinvest.in/> and on the website of Central Depository Services (India) Limited (CDSL), agency appointed for providing the remote e-voting facility, at <https://www.evotingindia.com/>
8. In compliance with the provisions of the Section 108 of the Act, read with the corresponding rules, the Company has provided a facility to its Members to exercise their votes electronically through the electronic voting (e-voting) facility provided by the Central Depository Services (India) Limited (CDSL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again/change the voting already done. Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right during the Meeting. The manner of voting remotely by members holding shares in dematerialized mode is provided in the 'Instructions for e-voting' section which forms part of this notice.
9. Members can join the AGM through the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available on first come first served basis.
10. The Board has appointed U. Hegde & Associates (Membership No. ACS 22133), (CP No. 11161) Practicing Company Secretaries, as the Scrutinizer ('Scrutinizer') for scrutinising the e-voting (including remote e-voting) process in a fair and transparent manner.
11. The Register of Members and Share Transfer Books of the Company will be closed from August 14, 2025 (Thursday) to August 20, 2025 (Wednesday) (both days inclusive) for the purpose of Annual General Meeting for the Financial Year ended March 31, 2025.
12. Members holding shares of the Company as on cut-off date, i.e. August 13, 2025 (Wednesday) may cast their votes electronically. The e-voting period commences on August 17, 2025 (Sunday) (10:00 a.m. IST) and ends on August 19, 2025 (Tuesday) (5:00 p.m. IST). The e-voting module will be disabled by CDSL thereafter. Members will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. August 13, 2025 (Wednesday).

Entire shareholding of the Company is under Demat mode. Further considering nature of shareholding, it is ascertain that no change will take place therein since the date of this notice till cut-off date and as such process for login/e-voting by shareholders holding shares in physical mode and/or process for obtaining login credentials by people who acquires shares of the Company post date of this notice and holds shares as on cut-off date is not provided.
13. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.
14. Members who need assistance with the use of technology for joining the AGM through VC/OAVM can contact Mr. Pratik Sawant, Deputy Manager – Company Secretarial (Contact No. - 9619748987, E-mail ID - pratik.sawant@ysil.in) OR Ms. Urvi Solanki, Deputy Manager – Company Secretarial (Contact No. - 9619748987, E-mail ID - pratik.sawant@ysil.in)

15. The Scrutinizer will submit his report to the Chairman of the Company or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting) not later than three days from the conclusion of the AGM.

The Results once declared shall along with the Report of the Scrutinizer will be made available on the Company's website at <https://www.yesinvest.in> and also on the website of CDSL at <https://www.evotingindia.com>.

The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. August 20, 2025 (Wednesday) subject to receipt of the requisite number of votes in favour of the Resolutions.

16. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard – 2 (SS-2) on General Meetings setting out material facts in respect of the aforesaid Resolutions is annexed herewith and the same should be taken as part of this Notice. Additional information, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment / re-appointment, is annexed as **Annexure A**.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 Access through CDSL e-Voting system in case of shareholders and non-individual shareholders in demat mode.

- (i) The voting period begins on August 17, 2025 (Sunday) at 10:00 a.m. IST and ends on August 19, 2025 (Tuesday) at 5:00 p.m. IST. During this period Members of the Company, holding shares as on the cut-off date (record date) August 13, 2025 (Wednesday) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during AGM.

Step 1 Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on https://evoting.cdslindia.com/Evoting/EvotingLogin home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at contact at helpdesk.evoting@cdslindia.com toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders and non-individual shareholders in demat mode.

(iii) Login method for e-Voting and joining virtual meetings for **and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to <https://www.evotingindia.com> and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(iv) After entering these details appropriately, click on "SUBMIT" tab.

(v) Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Click on the EVSN for the YES Securities (India) Limited on which you choose to vote.

- (vii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (viii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (ix) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (x) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xiii) There is also an optional provision to upload Board Resolution/Power of Attorney (POA) if any uploaded, which will be made available to scrutinizer for verification.
- (xiv) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; companysecretarial@ysil.in if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number, email id, mobile number at (companysecretarial@ysil.in). These queries will be replied to by the company suitably by email.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
2. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

By Order of the Board of Directors

YES Securities (India) Limited

sd/-

Chetna Anand

Company Secretary

Membership No.: A31099

Place: Mumbai

Date: July 15, 2025

Registered Office:

2nd Floor, North Side, YES Bank House,

Off WEH, Santacruz East,

Mumbai - 400055

CIN: U74992MH2013PLC240971

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 SETTING OUT ALL MATERIAL FACTS RELATING TO SPECIAL BUSINESSES

Item No. 3

The Board, on the recommendation of the Nomination & Remuneration Committee, has appointed Mr. Dhananjaya Tambe (DIN: 07260971) as an Additional Director (Independent & Non-Executive) of the Company w.e.f June 20, 2025. Pursuant to Section 161 of the Companies Act, 2013 and Article No. 63(ii) of the Article of Association of the Company, Mr. Tambe shall hold office as an Additional Director till this Annual General Meeting of the Company and is eligible to be appointed as an Independent Director for a term of five consecutive years from June 20, 2025, to June 19, 2030 (both days inclusive).

The Company has received notice under Section 160 of the Companies Act, 2013 from Mr. Dhananjaya Tambe signifying his candidature as an Independent Director of the Company.

The Company has received a declaration from Mr. Tambe that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013. Further, he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent in writing to act as a Director of the Company.

In the opinion of the Board, Mr. Tambe is a person of integrity and possesses appropriate skills, experience, knowledge, and qualifications in his field that are beneficial to the interests of the Company. Further, he fulfils the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and is independent of the Management.

Keeping in view his vast experience and knowledge, the Board considers that it will be in the interest of the Company to induct Mr. Dhananjaya Tambe on the Board of the Company as an Independent Director. Accordingly, the Board recommends an Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

A brief Profile of Mr. Dhananjaya Tambe and disclosure under the Secretarial Standards on General Meetings (SS-2) has been annexed hereto and marked as **Annexure A**.

A copy of the letter of appointment of Mr. Tambe setting out the terms and conditions would be available for inspection by the Members at the Registered Office of the Company during normal business hours on working days.

Except Mr. Dhananjaya Tambe, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise, in the proposed Resolution.

Item No. 4, 5 and 8

The Members of the Company at the Extra-Ordinary General Meeting held on January 19, 2024, had approved the re-designation of Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO for a period commencing from November 25, 2023, till August 08, 2025, and appointment of Mr. Amar Ambani (DIN: 03575710) as an Executive Director of the Company for a period commencing from November 25, 2023, till December 31, 2025.

Pursuant to aforesaid approval, Mr. Anshul Arzare is entitled for remuneration up-to a limit of Rs. 1.83 crore p.a. plus performance payout/perquisites, as may be applicable and Mr. Ambani is entitled for remuneration up-to a limit of Rs. 2.35 crore p.a. plus performance payout/perquisites, as may be applicable.

Further, at the last Annual General Meeting held on July 23, 2024, the Members of the Company had approved the revision in remuneration of Mr. Anshul Arzare to Rs. 3,43,24,800 (comprises of Fixed Pay for the FY 2024-25, performance pay for the FY 2023-24 and value of stock options) and revision in remuneration of Mr. Amar Ambani to Rs. 2,81,08,500 p.a. (comprises of Fixed Pay for the FY 2024-25, performance pay for the FY 2023-24 and value of stock options).

The remuneration of Mr. Anshul Arzare and Mr. Amar Ambani during the Financial Year 2025-26 (comprising of fixed pay for FY 2025-26, performance pay for FY 2024-25 and value of stock options) would be Rs. 3,10,57,200 and Rs. 2,54,91,250 respectively.

Pursuant to the provisions of the Companies Act, 2013, any change in the terms and conditions (including remuneration) of appointment of Managing Director / Executive Director requires approval of the Members. In view of above, it is proposed to obtain approval of the Members for revision in remuneration of Mr. Anshul Arzare, Managing Director and Mr. Amar Ambani, Executive Director.

Further, pursuant to the provisions of Section 197(1) of the Companies Act, 2013, total managerial remuneration payable by public company to its Directors including Managing Director and Whole time Director and its Manager in respect of any financial year shall not exceed 11% of net profits of that company for that financial year computed as per provisions of Section 198 of the Companies Act, 2013. Additionally, the remuneration payable to anyone Managing Director or Whole-time Director or Manager shall not exceed 5% of the net profits of the company and if there is more than one such director, remuneration shall not exceed 10% of the net profits to all such Directors and manager taken together.

Considering net profit of the Company for the Financial Year 2024-25 calculated as per provisions of Section 198 of the Act (which comes out to be Rs. 53.47 crores)/projected profit for the Financial Year 2025-26, it is likely that remuneration paid/payable to Mr. Anshul Arzare and Mr. Amar Ambani for the Financial Year 2025-26 will exceed the limits prescribed for managerial remuneration under Section 197(1) of the Companies Act, 2013.

As per requirement of the Companies Act, 2013, the approval of the Members of the company would be required if remuneration to be paid is in excess of the aforesaid limits.

In view of above, it is proposed to obtain approval of the Members for payment of remuneration to Mr. Anshul Arzare, Managing Director & CEO and Mr. Amar Ambani, Executive Director for the Financial Year 2025-26 as prescribed by the Section 197(1) read with Schedule V of the Companies Act, 2013.

The Board recommends the Special Resolutions set at Item Nos. 4, 5 and 8 of the Notice for the approval of the Members.

Except Mr. Anshul Arzare and Mr. Amar Ambani (in respect of their respective Resolutions), none of the Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise, in the proposed Resolutions.

Pursuant to requirement of Schedule V of the Companies Act, 2013, relevant information is provided below for the information of Members of the Company.

I. General Information:

(1) Nature of industry: Stock Broking

(2) Date or expected date of commencement of commercial production: Not Applicable

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable (The Company being in existence).

(4) Financial performance based on given indicators: As per audited financial statements of the Company:

(Rupees in Cr.)

Particulars	March 31, 2025	March 31, 2024
Total Revenue	341.47	272.22
Less:- Total Expenditure	287.00	228.15
Profit before tax	54.94	44.55
Less: Tax expenses		
- Current Tax	16.10	9.37
- Deferred Tax expenses /(Credit)	(0.00)	7.45
- MAT (credit)	-	(2.66)
Profit/(Loss) After tax	38.85	30.39

(5) Foreign investments or collaborations, if any: None

II. Information about the managerial personnel:

Sr. No.	Particulars	Mr. Anshul Arzare	Mr. Amar Ambani
1.	Background details	Mr. Anshul Arzare is a Managing Director & CEO of the Company. He has been associated with the Company since its inception in 2013. He has over two decades of experience in the Indian capital markets and financial services industry. As the Managing Director and CEO, Mr. Arzare defines the growth strategy, enhances brand equity and improves the overall customer experience. He also drives synergistic growth across all business units. He played a key role in establishing the broking and wealth management businesses. Prior to joining YES Securities (India) Limited, he has worked with ICICI Bank, Reliance Securities and SBI Cap Securities.	Mr. Ambani is an Executive Director and Head of Institutional Equities of the Company. He has over two decades of capital market experience. Mr. Ambani plays an integral role in boosting the Company's market access and procurement capabilities. He was previously, Partner and Head of Research of the IIFL Group. He was also on the Board of two of IIFL Group's subsidiaries. He brings a ground-level understanding of businesses, having been directly involved in several pivotal projects, digital initiatives and team building, in his career.
2.	Past Remuneration	Rs.3,43,24,800	Rs. 2,81,08,500
3.	Recognition or Awards	Recipient of National Scholarship from Ministry of Human Resources.	He was twice awarded winner of "Smart Portfolios" of the year, a contest among several Fund Managers. He has also been conferred with the "Samaj Ratna" award, by Samayik Yog Foundation, for his service in society and humanitarian work.
4.	Job profile and his suitability	Considering their experience/expertise and excellent understanding of the Company's business they are well suited for the position(s) which they currently hold.	
5.	Remuneration proposed	As mentioned in the Resolution No. 4 and 6 of the Notice	As mentioned in the Resolution No. 5 and 7 of the Notice

Sr. No.	Particulars	Mr. Anshul Arzare	Mr. Amar Ambani
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin).	Taking into consideration the size of the Company, the profile of Mr. Anshul Arzare and Mr. Amar Ambani, the responsibilities shouldered by them and the industry benchmarks, the remuneration proposed to be paid to them is commensurate with the remuneration package(s) paid to similar senior level counterpart(s) in other companies.	
7.	Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	None	None

III. Other information:

(1) Reasons of loss or inadequate profits:

Not Applicable, as the Company has posted a net profit after tax of Rs. 38.85 crores for the Financial Year 2024-25.

(2) Steps taken or proposed to be taken for improvement:

Appropriate growth strategies are in place for further improving financial performance.

(3) Expected increase in productivity and profits in measurable terms:

It is expected that the Company may make higher profit in future as compared to previous financial years(s).

Item No. 6 and 7

The Members of the Company at the Extra-Ordinary General Meeting held on January 19, 2024, had approved the re-designation of Mr. Anshul Arzare (DIN: 07585882) as Managing Director & CEO for a period commencing from November 25, 2023, till August 08, 2025, and appointment of Mr. Amar Ambani (DIN: 03575710) as an Executive Director of the Company for a period commencing from November 25, 2023, till December 31, 2025.

Accordingly, the current term of Mr. Anshul Arzare is upto August 8, 2025, and that of Mr. Amar Ambani is upto December 31, 2025.

Considering the exemplary contribution made by Mr. Arzare in the business growth of the Company and his expertise and overall performance as a Managing Director & CEO, the Board of Directors (on the recommendation of Nomination & Remuneration Committee) has approved the re-appointment of Mr. Anshul Arzare as Managing Director & CEO of the Company for a further period of three years from August 9, 2025 till August 8, 2028 (both days inclusive).

Considering the overall performance of Mr. Amar Ambani as an Executive Director of the Company, the Board of Directors (on the recommendation of Nomination & Remuneration Committee) has approved the re-appointment of Mr. Ambani as an Executive Director of the Company for a further period of three years from January 1, 2026 till December 31, 2028 (both days inclusive).

Mr. Arzare and Mr. Ambani are not disqualified from being re-appointed as Directors in terms of Section 164 of the Companies Act, 2013 and has given their consent in writing to act as Director of the Company.

The Notice read with Explanatory Statement should be considered as written Memorandum setting out the terms of re-appointment of Mr. Anshul Arzare and Mr. Amar Ambani as required under Section 190 of the Companies Act, 2013.

Brief Profile(s) of Mr. Anshul Arzare and Mr. Amar Ambani and disclosure under the Secretarial Standards on General Meetings (SS-2) has been annexed hereto and marked as **Annexure A**.

The Board recommends the Special Resolutions set at Item Nos. 6 and 7 of the Notice for the approval of the Members.

Except Mr. Anshul Arzare and Mr. Amar Ambani (in respect of their respective Resolutions), none of the Directors, Key Managerial Personnel of the Company and their relatives are in any way concerned or interested financially or otherwise, in the proposed Resolutions.

Item No. 9

The Company has Employee Stock Option Scheme ('ESOS') under which, two plans namely Joining Employee Stock Option Plan ('JESOP') and Performance Employee Stock Option Plan ('PESOP') are currently in force.

In this regard, it is proposed to amend the vesting period and vesting schedule for the YSL PESOP from 42 Months to 36 Months in the manner as stated below:

Current PESOP Vesting Schedule	Proposed PESOP Vesting Schedule
Clause 9- Vesting of Options <ul style="list-style-type: none"> A Maximum of 25% of the Grant Vest at the end of 12 months from the Grant Date; A Maximum of 25% of the Grant Vest at the end of 24 months from the Grant Date; A Maximum of 25% of the Grant Vest at the end of 36 months from the Grant Date; A Maximum of 25% of the Grant Vest at the end of 42 months from the Grant Date; 	Clause 9- Vesting of Options <ul style="list-style-type: none"> A Maximum of 33% of the Grant Vest at the end of 12 months from the Grant Date; A Maximum of 33% of the Grant Vest at the end of 24 months from the Grant Date; A Maximum of 34% of the Grant Vest at the end of 36 months from the Grant Date;

Details pursuant to the Rule 12(5)(b) of the Companies (Share Capital and Debentures Rules), 2014:

i. Rationale for proposing aforesaid amendments

Currently, YSIL options are not listed and do not have an exit option for the employees; hence, they may not be attracting talent or serving the purpose of retention with such high vesting period.

Additionally, the Industry ESOP vesting period typically spans between 36- 60 Months and the Bank-based securities organizations are at 36 months vesting period.

In view of the above, it is proposed to change the vesting schedule for the YSL PESOP from 42 Months to 36 Months.

ii. Employees who are beneficiaries of aforesaid amendments

All the eligible employees whom options will be granted will be beneficiaries of said the amendment.

Pursuant to Rule 12(5)(a) of the Companies (Share Capital and Debentures) Rules, 2014, approval of the Members by way of Special Resolution is required for amendment to the Employee Stock Option Scheme of the Company.

In view of the above, the Board hereby recommends the Resolution as set forth at item No. 9 of this notice for approval by the Members of the Company by way of Special Resolution.

Directors (other than Independent Directors and Non-Executive Non-Independent Directors) and Key Managerial Personnel of the Company are deemed to be concerned or interested in the proposed Resolution to the extent of Stock Options to be granted to them under the PESOP, if any.

By Order of the Board of Directors

YES Securities (India) Limited

sd/-
Chetna Anand
Company Secretary
Membership No.: A31099

Place: Mumbai
Date: July 15, 2025

Registered Office:
2nd Floor, North Side, YES Bank House,
Off WEH, Santacruz East,
Mumbai - 400055
CIN: U74992MH2013PLC240971

**Disclosure required to be given as per Secretarial Standard on
General Meetings issued by the Institute of Company Secretaries of India, is given below:**

Name	Mr. Rajan Pental	Mr. Dhananjaya Tambe	Mr. Anshul Arzare	Mr. Amar Ambani
DIN	08432870	07260971	07585882	03575710
Age	58 years	64 years	50 years	44 years
Qualification	B.Sc., MBA, Executive Programme for Development of Strategic Skills	M.Sc., CAIIB, PGDFM and PMP	PGDBA (Marketing) from Hindu Institute of Management (Affiliate of NMIMS Mumbai), and Science Graduate from Rajasthan University	MBA in Finance
Experience	<p>Mr. Rajan Pental is a Non-Executive Director of YES Securities (India) Limited. He is also an Executive Director at YES Bank Limited, Holding Company of YES Securities (India) Limited.</p> <p>He carries a rich experience of 3 decades, in the financial services industry.</p> <p>Mr. Rajan has joined YES Bank Limited in November 2015. Prior to this, he was associated with HDFC Bank, Tata Finance, Esanda Finance & Leasing Ltd (ANZ Grindlays Bank Ltd), Escorts Limited and Industrial Chemicals Ltd.</p>	<p>Mr. Dhananjaya Tambe was the Dy. Managing Director & CIO of State Bank of India, India's largest bank, from April 2018 till November 2020. He joined the Bank in 1987 and moved to the IT vertical in 2009 for leading the Integrated Payment Hub Project. In 2011, he became the head of Internet Banking. From 2013 to 2014, he served as General Manager, first of Payment Systems and then of IT-Infrastructure. In 2015, Mr. Tambe was elevated to the rank of Chief General Manager for IT-Operations and later for IT-Transformation, Collaboration and Marketing.</p> <p>Mr. Tambe was CEO of C-Edge Technologies Ltd. till April 2022. C-Edge is a TCS-SBI joint venture which provides banking technology services to over 200 banks, including CBS services to over 170 banks on a SaaS model. Banks served by C-Edge include Regional Rural Banks, Urban Cooperative Banks, District Central Cooperative Banks and a few private, public sector and foreign banks.</p>	<p>Mr. Anshul Arzare is a Managing Director & CEO of the Company. He has been associated with the Company since its inception in 2013.</p> <p>He has over two decades of experience in the Indian capital markets and financial services industry.</p> <p>As the Managing Director and CEO, Mr. Arzare defines the growth strategy, enhances brand equity and improves the overall customer experience. He also drives synergistic growth across all business units. He played a key role in establishing the broking and wealth management businesses.</p> <p>Prior to joining YES Securities (India) Limited, he has worked with ICICI Bank, Reliance Securities and SBI Cap Securities.</p>	<p>Mr. Ambani is an Executive Director and Head of Institutional Equities of the Company. He has over two decades of capital market experience.</p> <p>Mr. Ambani plays an integral role in boosting the Company's market access and procurement capabilities.</p> <p>He was previously, Partner and Head of Research of the IIFL Group. He was also on the Board of two of IIFL Group's subsidiaries.</p> <p>He brings a ground-level understanding of businesses, having been directly involved in several pivotal projects, digital initiatives and team building, in his career.</p>
Terms and conditions of appointment or re-appointment including remuneration details	Appointment on rotation basis and no remuneration (including sitting fee) is payable.	Terms and conditions of the appointment is indicated in the Resolution No. 3 to the Notice. He is entitled to sitting fees and reimbursement of expenses for attending Board and Board Committee meetings as approved by the Board from time to time.	Terms and conditions of the re-appointment and detail of remuneration sought to be paid is indicated in the Resolution No. 6 to the Notice.	Terms and conditions of the re-appointment and detail of remuneration sought to be paid is indicated in the Resolution No. 7 to the Notice.
Remuneration last drawn	None	Not applicable	Rs. 2.52 Crore	Rs. 1.75 Crore
Date of first appointment on the Company's Board	April 24, 2019	June 20, 2025	August 09, 2016	November 25, 2023
Shareholding in the Company	None	None	None	0.089%
Relationship with other Directors and Key Managerial Personnel	None of the Directors of the Company are inter-se related to each other or with the Key Managerial Personnel of the Company			

Name	Mr. Rajan Pental	Mr. Dhananjaya Tambe	Mr. Anshul Arzare	Mr. Amar Ambani
No. of Board Meetings attended during FY 24-25	06 (Six)	Not Applicable	06 (Six)	05 (Five)
Directorship in other companies	1. YES Bank Limited	1. SRO-FT Development Foundation 2. Standard Chartered Capital Limited 3. Cashpor Micro Credit 4. NSDL Payments Bank Limited 5. Aditya Birla Health Insurance Co. Limited 6. L&T Finance Limited	None	None
Chairmanship / Membership of Committees of other Boards	YES Bank Limited 1. Stakeholders Relationship Committee – Member 2. Corporate Social Responsibility and Environmental Social & Governance Committee – Member 3. IT Strategy Committee – Member 4. Customer Service Committee – Member	Standard Chartered Capital Limited 1. IT Strategy Committee – Chairman 2. Audit Committee – Member 3. Nomination & Remuneration Committee – Member 4. Corporate Social Responsibility Committee – Member 5. Executive Risk Committee – Member Cashpor Micro Credit 1. IT Strategy Committee – Chairman 2. Nomination & Remuneration Committee – Member NSDL Payments Bank Limited 1. Risk Management Committee – Member 2. Customer Service Committee – Member 3. IT Strategy Committee – Chairman 4. Nomination & Remuneration Committee – Member Aditya Birla Health Insurance Co. Limited 1. Information Technology (IT) Sub-Committee – Chairman L&T Finance Limited 1. IT Strategy Committee – Chairman 2. Audit Committee – Member 3. Review Committee – Member 4. Special Committee of the Board for Monitoring and Follow-up of Cases of Fraud – Member	Not Applicable	Not Applicable