UNIFI ASSET MANAGEMENT

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Third Extra-Ordinary General meeting of the members of the Company will be held on Thursday, the 08th day of January 2026, at 12.30 PM through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") via Microsoft Teams platform, to transact the following special business(s):

1. To increase the Authorized Share capital of the Company and amendment in the share capital clause of Memorandum of Association of the Company:

To Consider increase in the Authorized Share capital of the company and subsequently amend the corresponding Authorized share capital clause of the Memorandum of Association and if thought fit, to pass with or without modification, the following resolution as ***Ordinary Resolution:***

RESOLVED THAT pursuant to provisions of Section 61 (1) (a), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactments thereof for the time being in force) and the relevant rules framed thereunder and in accordance with applicable provisions of Articles of Association of the Company, the consent of members, be and is hereby accorded for increase in the Authorized Share capital of the company from INR 70,00,00,000/- (INR Seventy Crore only) divided into 70,00,00,000 (Seventy Crores) equity shares of INR 1/- (INR One only) each to Rs 80,00,00,000/- (INR Eighty crore only) divided into 80,00,00,000 (Eighty crores) equity shares of INR 1/- (INR One only) each by creating additional 10,00,00,000 (Ten crores) equity shares of INR 1/- (INR One only) each ranking pari passu in all respects with the existing equity shares of the company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the relevant rules framed thereunder, consent of the members, be and is hereby accorded to substitute the Capital Clause (Clause V) of the Memorandum of Association of the Company with the following Clause V:

"V. The share capital of the company is Rs 80,00,00,000/- (INR Eighty crores only) divided into 80,00,00,000 (Eighty crore) equity shares of Re 1/- (INR One only) each."

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deed, things and matters and to sign such other documents and file such returns as may be necessary and expedient to give effect to the aforesaid resolution".

By order of the Board
For **UNIFI ASSET MANAGEMENT PRIVATE LIMITED**

Place: Chennai
Date: 08-01-2026

Sruthi R

Sruthi Rajan
Company Secretary
M No: A59901

Registered Address: 11, Kakani Towers,
15, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006

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NOTES:

1. The Extra Ordinary General Meeting (EGM) is proposed to be held on shorter notice and relevant consent as required u/s 101 (1) of the Companies Act, 2013, has been obtained for holding the EGM on shorter notice.

2. Since this (EGM) is being held pursuant to the MCA circulars through VC/OAVM, physical presence of members has been dispensed with. Accordingly, the facility of appointment of proxies by members will not be available for this meeting. Hence, the Proxy Form, Attendance Slip and Route Map of EGM venue are not annexed to this notice.

3. A soft copy of the Notice of EGM has been sent to all the shareholders, Auditors, and directors of the Company on their respective e-mail IDs available with the Company.

4. Members may join the EGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from 12.15 PM IST i.e. 15 minutes before the time scheduled to start the EGM and the Company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the EGM or till the meeting is in progress, whichever is earlier.

5. The attendance of the members attending the EGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.

7. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

8. Statement pursuant to Section 102 of the Companies Act, 2013 is annexed.

9. The copy of this notice shall be displayed on the website of the Company i.e. www.unifimf.com. Further, all relevant documents referred to in this Notice requiring the approval of the members at the meeting shall be made available for inspection in case of any request from the members. The said request for inspection of documents can be sent to the Company Secretary.

10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act, shall be made available at the commencement of the meeting and shall remain open and accessible to the members during the continuance of the meeting.

11. The EGM shall be conducted through the Microsoft Teams software platform or through other video-conferencing software and members who need assistance in connection with using the technology before or during the EGM, may reach out to the Company Secretary.

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STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.1: To increase the Authorized Share capital of the Company and amendment in the share capital clause of Memorandum of Association of the Company:

The members are hereby informed that the existing Authorised Share Capital of the Company is INR 70,00,00,000 (Rupees Seventy crores only) comprising of 70,00,00,000 (Seventy crores only) Equity Shares of INR 1/- each, fully paid up.

The Board of Directors ("Board") having considered the fund requirements of the Company and ensuring that the company remains compliant with the net-worth requirements, on a continuous basis, as mandated under SEBI Mutual Fund Regulations, 1996, the Board at its Meeting held on 08th January 2026, had accorded its approval for increasing the Authorised Share Capital from INR 70,00,00,000 (Rupees Seventy crores only) divided into 70,00,00,000 (Seventy crores only) equity shares of INR 1/- each to INR 80,00,00,000 (Rupees Eighty crores only) divided into 80,00,00,000 (Eighty crores only) equity shares of INR 1/-, subject to shareholders approval.

It is therefore proposed to the members to increase the Authorised Share Capital of the Company from INR 70,00,00,000 (Rupees Seventy crores only) divided into 70,00,00,000 (Seventy crores only) equity shares of INR 1/- each to INR 80,00,00,000 (Rupees Eighty crores only) divided into 80,00,00,000 (Eighty crores only) equity shares of INR 1/-, each ranking pari-passu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members by way of an Ordinary Resolution at a general meeting. Hence it is proposed to the Members of the Company to approve the resolution contained in the Notice calling this Extra Ordinary General Meeting by way of Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The Board recommends approval of the resolution set out in Item No 1 of the accompanying notice as Ordinary Resolution.

By order of the Board
For **UNIFI ASSET MANAGEMENT PRIVATE LIMITED**

Place: Chennai
Date: 08-01-2026

Sruthi.R
Sruthi Rajan
Company Secretary
M No: A59901