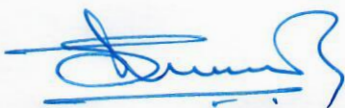


ADDENDUM TO BE READ IN CONJUNCTION WITH THE REPORT ADOPTED BY THE BOARD OF DIRECTORS OF SAMMAAN CAPITAL LIMITED IN ACCORDANCE WITH SECTION 232(2)(C) OF THE COMPANIES ACT, 2013 AND SEBI CIRCULAR NO. SEBI/HO/DDHS/DDHS-POD-1/P/CIR/2025/0000000103 DATED JULY 11, 2025 (“SEBI DEBT CIRCULAR”), ISSUED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA, AS AMENDED FROM TIME TO TIME, AND ANY OTHER APPLICABLE PROVISIONS OF ANY OTHER LAW FOR TIME BEING IN FORCE, AT ITS MEETING HELD ON WEDNESDAY, DECEMBER 31, 2025, AT 02:30 PM AT ONE INTERNATIONAL CENTRE, TOWER 1, 18TH FLOOR, SENAPATI BAPAT MARG, ELPHINSTONE ROAD, MUMBAI - 400 013, MAHARASHTRA ON THE SCHEME OF ARRANGEMENT BETWEEN SAMMAAN FINSERVE LIMITED AND SAMMAAN CAPITAL LIMITED AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

All capitalised terms not defined herein shall have the same meaning, as specified in the Scheme.

1. IMPACT OF THE SCHEME ON THE HOLDERS OF NCDS, SAFEGUARDS FOR THE PROTECTION OF HOLDERS OF NCDS OF THE RESULTING COMPANY AND NO EXIT OFFER TO HOLDERS OF NCDS

- 1.1. Pursuant to the Scheme, there shall be no change in the terms and conditions of the non-convertible debentures (“NCDs”) issued by the Resulting Company. The rights, obligations, and entitlements of the existing NCD holders of the Resulting Company shall remain unchanged and unaffected by the implementation of the Scheme.
- 1.2. **Safeguards for the protection of holders of NCDs issued by the Resulting Company:** Pursuant to the Scheme, the NCDs of the Demerged Company shall be vested with the Resulting Company on same terms, including the coupon rate, tenure, ISIN, redemption price, quantum, and nature of security. However, the said issuance of NCDs pursuant to the Scheme does not result in any dilution, substitution, or alteration of the security cover or contractual rights of the NCD holders of the Resulting Company. Accordingly, as the NCDs of the Resulting Company will continue to remain with the Resulting Company on the same terms, the Scheme does not have any impact on the NCD holders of the Resulting Company and adequately safeguards their interests.
- 1.3. **No exit offer to NCDs holders of the Resulting Company:** Since the Scheme is between the wholly owned subsidiary and its holding company and envisages that the NCDs holders of the Demerged Company will become holders of NCDs of the Resulting Company, no exit offer is required to be given by the Resulting Company to its NCD holders.



Subhash Sheoratan Mundra
Chairman

DIN: 00979731

Place: Mumbai

Date: March 21, 2026