

THE PEERLESS GENERAL FINANCE & INVESTMENT COMPANY LIMITED

CIN : U64990WB1932PLC007490

Registered Office : Peerless Bhavan, 3, Esplanade East, Kolkata 700069

Tel : 91 33 22483247, E-mail : feedback@peerless.co.in, Website: www.peerless.co.in

NOTICE

OF THE 92ND ANNUAL GENERAL MEETING

NOTICE is hereby given that the Ninety Second Annual General Meeting of the members of The Peerless General Finance & Investment Company Limited will be held at 'Peerless Hotel', 12, Jawaharlal Nehru Road, Kolkata- 700013 on Friday, 19th September, 2025 at 11.30 A.M. to transact the following businesses:

A. ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and Auditors thereon.
2. To declare final dividend for the financial year ended 31st March, 2025 and to ratify and confirm the interim dividend declared by the Board of Directors for the said Financial Year and paid to the shareholders.
3. To appoint a Director in place of Mr. Partha Sarathi Bhattacharyya (DIN: 00329479), who retires by rotation as a Director and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Supriyo Sinha (DIN: 07666744), who retires by rotation as a Director and being eligible, offers himself for reappointment.

B. SPECIAL BUSINESS

5. **Commission to Directors other than the Managing Director and Wholetime Directors**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 197 of the Companies Act, 2013 ("the Act"), a sum not exceeding 1% (one percent) per annum of the net profits of the Company computed in accordance with the provisions of Section 198 of the Act be paid and distributed among the Non-Executive Directors including Independent Directors of the Company (other than the Managing Director and Wholetime Directors) for all of them together in such proportion and in such manner as may be decided by the Board of Directors and such payments shall be made in respect of the profits of the Company for each year commencing from 1st April, 2025 for a period of 5 years".

6. **To consider and approve revision in terms of agreement of Mr. Supriyo Sinha (DIN: 07666744), Wholetime Director designated as Director-Business Transformation & Corporate Strategy**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the resolution passed at the 89th and 90th Annual General Meeting held on 16th September, 2022 and 31st July, 2023 respectively for appointment and remuneration payable to Mr. Supriyo Sinha (DIN: 07666744), Wholetime Director and pursuant to the provisions of Section 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V thereof, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment thereof and subject to such other permissions, sanction(s) as may be required, consent of the Members of the Company, be and is hereby accorded for revision in the terms of remuneration

payable to Mr. Supriyo Sinha, Wholetime Director of the Company, with effect from 1st April, 2025 for the remaining period of his initial agreement of four years valid upto 31st May, 2026, in such manner and to such extent as annexed hereto in the explanatory statement.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (‘the Board’) be and is hereby authorised to alter and vary the terms of appointment including remuneration in such manner and to such extent as may be agreed to by and between the Board and Mr. Supriyo Sinha (DIN: 07666744) in accordance with Section 197 and Schedule V of the Act including any amendments or modifications thereto.”

“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 necessary, proper or desirable for the purpose of giving effect to the revision of remuneration of Mr. Supriyo Sinha.”

ANY MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS A PROXY TO ATTEND AND VOTE ON A POLL AT THE MEETING ON HIS/HER BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company. A person appointed as proxy by a member holding more than ten percent of share capital of the Company carrying voting rights shall not act as proxy for any other shareholder.

An instrument appointing a proxy, in order to be effective, must be deposited and received by the Company at the Registered Office of the Company not less than forty-eight hours before the commencement of the 92nd Annual General Meeting, that is, by 11.30 am on Wednesday, 17th day of September, 2025.

By Order of the Board

Kolkata,
Dated: 26th July 2025

Udita Dutta
Company Secretary

NOTES :

1. The Register of Members and Share Transfer Books of the Company will remain closed from 12th September, 2025 to 19th September, 2025 (both days inclusive), for the purpose of payment of dividend to the shareholders, if declared at this Annual General Meeting. The “Record date” for the purpose of payment of final dividend for the financial year ended 31st March, 2025, if declared at this Annual General Meeting, shall be 11th September, 2025. (“the record date”).
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) in respect of the Special Businesses to be transacted at the Annual General Meeting is annexed hereto.
3. Information relating to the Directors seeking re-appointment at the Annual General Meeting forms an integral part of the Notice. The Directors have furnished the requisite declarations for their re-appointment.
4. Dividends paid up to the financial year ended 31st March, 2018 and which remained unpaid/unclaimed, shall be transferred to the Investor Education and Protection Fund (‘IEPF’) pursuant to the provisions of section 124 of the Act. Members are advised that in terms of section 124 of the Act, no claims in respect of such unpaid/unclaimed dividend shall lie against the Company and claims should be preferred to the ‘IEPF’.

Members who have not encashed their final dividend warrants for the financial year ended 31st March, 2018 or any subsequent financial years, are requested to lodge their claims with the Company.

5. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said Form can be downloaded from the website of the Company www.peerless.co.in. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Maheshwari Datamatics Private Limited in case the shares are held in physical form.
6. Government of India has mandated the submission of Permanent Account Number (PAN) and Bank Account Number by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN and Bank Account No. to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and Bank Account details to the Registrar and Share Transfer Agent / Secretarial Department of the Company. It has also been mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN CARD to the Company.
7. Pursuant to Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2018, shares of your Company can be transferred only in dematerialized form. In view of the above, Members are advised to dematerialize shares held by them in physical form. Further, members holding shares in physical form are also requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. The Company's equity shares have been admitted in National Securities Depository Limited and ISIN: INE870Y01018 has been allotted. M/s Maheshwari Datamatics Private Limited has been appointed as the Registrar and Share Transfer Agents. Members can contact the Company or Company's Registrar and Share Transfer Agents M/s. Maheshwari Datamatics Private Limited at 23, R. N. Mukherjee Road, 5th Floor, Kolkata-700001 for ease of knowing the process of dematerialization.
8. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are advised not to leave their demat account(s) dormant for long. Periodic Statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time. Members are requested to notify/send to the Company or Registrar and Share Transfer Agents, M/s Maheshwari Datamatics Private Limited at 23, R. N. Mukherjee Road, 5th Floor, Kolkata- 700001 any change in their address or other communication details to facilitate better servicing. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their Bank particulars, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations and power of attorney as well as any change of name, address, Pin Code, E-mail IDs and mobile / other contact details, amongst others, to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Share Transfer Agent to provide efficient services. Members holding shares in physical form are requested to intimate such changes to the Company's Registrar and Share Transfer Agent or Secretarial Department of the Company.
9. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Registrar and Share Transfer Agent, the details of such folios together with the share certificates for consolidating their holding in one folio. A Consolidated share certificate will be returned to such members after making requisite changes thereon.
10. Non-resident Indian Members are requested to inform Company's Registrar and Share Transfer Agent, M/s Maheshwari Datamatics Private Limited, immediately of:
 - (a) Change in their residential status on return to India for permanent settlement.
 - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
11. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to

register the same with the Company's Registrar and Share Transfer Agent/Depositories for receiving all communications including Annual Reports, Notices, Circulars etc. from the Company electronically.

12. Shareholders are requested to update their Bank Account details (in case of any changes) for online payment of dividends, as and when declared
13. The members can send communications to the Company at its registered office or through e-mail at secretarial_poll@peerless.co.in.

The members can send communications to the Registrar and Share Transfer Agents, M/s Maheswari Datamatics Private Limited at 23, R. N. Mukherjee Road, 5th Floor, Kolkata-700001 or through e-mail at contact@mdplcorporate.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Annexed to the Notice convening the Ninety Second Annual General Meeting to be held on Friday, 19th day of September, 2025.

Item No. 5

Pursuant to the provisions of Section 197 of the Companies Act, 2013, the Members of the Company at the Eighty-Seventh Annual General Meeting held on 28th December, 2020, had approved the payment of commission to the Non-Executive Directors of the Company not exceeding 1% (one percent) of the net profits of the Company for a period of five years commencing from 1st April, 2020.

The said five-year period was valid upto the financial year ended 31st March, 2025. Taking into account the responsibilities of the Directors and the contribution made by them, it is proposed that in terms of Section 197 of the Companies Act, 2013 ('the Act'), the Directors (other than the Managing Director and Wholetime Directors) be paid commission not exceeding 1% (one percent) of the net profits of the Company computed in accordance with the provisions of the Act for a financial year commencing from 1st April, 2025. This remuneration by way of commission will be paid and distributed to all such Directors in such proportion as may be decided by the Board of Directors ('the Board').

Pursuant to Section 197 of the Act, your Company can pay remuneration by way of commission to its Non-Executive Directors upto 1% of the net profit of the Company for all of them taken together subject to approval of the shareholders.

All the Directors of the Company except the Managing Director and Wholetime Directors may be deemed to be concerned or interested in the resolution set out at Item No. 5 of the convening Notice to the extent of the commission that may be received by them.

The Board recommends this Ordinary Resolution for adoption by the Members in the interest of the Company. No other Key Managerial Personnel or their relatives shall be deemed to be financially or otherwise concerned or interested in this resolution.

Item No. 6

The shareholders at the 89th Annual General Meeting held on 16th September, 2022 had approved the appointment of Mr. Supriyo Sinha (DIN: 07666744) as Wholetime Director of the Company designated as Director- Business Transformation & Corporate Strategy for a period of four years with effect from 1st June, 2022.

In the year 2023, a supplemental agreement was executed for certain modifications of existing clauses in the agreement as approved by the shareholders at the 90th Annual General Meeting of the Company held on 31st July, 2023.

In order to restructure Mr. Sinha's remuneration to align the same with the present remuneration structure of the Company for standardisation and on the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held on 12th May, 2025 approved and recommended for approval of shareholders the modification in the existing terms of remuneration as set forth hereinbelow in pursuance of section 197 of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V thereof.

Existing remuneration Structure	Modification sought for
A. Salary: (i) Base Salary: Rs. 10,83,000/- only per month (annual increments will be granted on the basis of assessed annual performance) (ii) House Rent Allowance: 40% of Base Salary per month.	-- No Modification --
B. Annual Performance Allowance: Rs. 18,00,000/- only.	B. Annual Performance Pay: Performance pay upto a maximum of 10% of Salary (Basic plus HRA plus Special Allowance) as determined by the achievement of BSC Goals set subject to review of the Nomination & Remuneration Committee.
Not Applicable	C. Special Allowance: A flexible amount shall be paid every month within his total Cost to Company (CTC).
C. Sitting fees: No sitting fees with respect to meetings of PGFI and subsidiaries	-- No Modification --
D. Commission: Shri Supriyo Sinha shall be paid a commission of such amount in addition to salary, perquisites, allowances, fees payable as may be determined by the Board at the end of each financial year subject to overall ceiling stipulated under Section 197 of the Companies Act, 2013. The specific amount as may be sanctioned by the Board shall be payable annually after the annual accounts for each year are adopted by the shareholders at the Annual General Meeting. The eligibility and entitlement to payment of commission shall arise from the Financial Year ended 31st March, 2023 till his remaining period of appointment as a Wholetime Director.	--No Modification--
E. Additional Monetary Benefit post retirement as may be decided by the Board.	-- No Modification --
F. Perquisites & Allowances: Within the overall ceiling of 30% (thirty per cent) of the annual salary (Base salary and HRA) in any financial year Director – Business Transformation & Corporate Strategy shall be entitled to the following perquisites and allowances.	G. Perquisites & Allowances: Within the overall ceiling of 25% (twenty five per cent) of the annual salary (Base salary and HRA) in any financial year, Director – Business Transformation & Corporate Strategy shall be entitled to the following perquisites and allowances:

(i) Reimbursement of expenses for electricity charges, purchase/maintenance of furniture, maintenance charges at residence upto a maximum of Rs. 1,50,000/- annually (ii) Leave Travel Expenses in India and abroad for self and family, such as travel fare, lodging, boarding, conveyance and other expenses incurred on one or more occasions in a year but upto a maximum of one month's basic salary, i.e., Rs. 10,83,000/- only in the first year. The entitlement for any one year to the extent not availed shall be allowed to be accumulated upto next two years. (iii) Medical expenses incurred including hospital, nursing home and surgical charges in respect of self and family and covered under Group Medical Insurance Policy as per the Rules of the Company. 'Family' for the purpose of clause (ii) and (iii) above shall mean the spouse and dependent children. (iv) Fees of two clubs and related expenses, personal accident insurance and annual membership fee of professional institute. (iv) (a) Sodexo of Rs. 2,200/- per month. For the purpose of calculating the above ceiling, perquisites and allowances shall be evaluated as per the Income Tax Rules wherever applicable and in the absence of any such rules, perquisites shall be evaluated at actual cost. Further, the following benefits shall not be included in the computation of perquisites for the purpose of calculation of ceiling. (v) Provision for use of Company's car, telephone, computer/laptop and a mobile telephone including payment of local calls and long distance official calls subject to the following respective ceilings: a) Cost of Car- either lease cost if car is leased or purchase price of car based on eligible models b) Computer/Laptop- Rs. 1,50,000/- once every four years c) Telephone/Mobile- Rs. 1,00,000/- annually.	i) Reimbursement of expenses for electricity charges, purchase/maintenance of furniture, maintenance charges at residences. ii) Leave Travel expenses in India and abroad for self and family, such as travel fare, lodging, boarding, conveyance and other expenses incurred. iii) Medical expenses incurred including hospital, nursing home and surgical charges in respect of self and family and cover under Group Medical Insurance Policy as per the Rules of the Company. 'Family' for the purpose of clauses (ii) and (iii) above shall mean the spouse and dependent children. iv) Fees of two clubs and related expenses, personal accident insurance and annual membership fee of professional Institute. For the purpose of calculating the above ceiling, perquisites and allowances shall be evaluated as per the Income Tax Rules wherever applicable and in the absence of any such rules, perquisites shall be evaluated at actual cost. Further, the following benefits shall not be included in the computation of perquisites for the purpose of calculation of ceiling. v) Provision for use of Company's car, telephone, computer/laptop and a mobile telephone including payment of local calls and long distance official calls subject to the following respective ceilings : a) Cost of Car – either lease cost if car is leased or purchase price of car based on eligible models b) Computer/Laptop – Rs 1,50,000/- once every four years c) Telephone/Mobile - Rs 1,00,000/- annually
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(vi) Company's contribution to Provident Fund and Superannuation and Gratuity Funds as per rules of the Company. (vii) Leave with full pay and encashment of leave as per the rules of the Company.	vi) Company's contribution to Provident Fund and Superannuation and Gratuity Funds as per rules of the Company. vii) Leave with full pay and encashment of leave as per the rules of the Company. viii) Any un-availed portion of the perquisites shall be paid at the end of the Financial year subject to deduction of tax.
For the purpose of Gratuity, Provident Fund, Superannuation Fund and other like benefits, if any, such leave balance due, the service of Shri Supriyo Sinha will be considered as continuous service with the Company from the date of his first joining the Company. The above remuneration shall be subject to limits prescribed from time to time under Section 197 of the Companies Act, 2013 as may for the time being be in force, or otherwise as may be permissible at law. Minimum Remuneration: In the event of loss or inadequacy of profits in any financial year during the currency of the tenure of the appointment of Shri Supriyo Sinha, the payment of salary, perquisites and other allowances payable to Shri Supriyo Sinha shall be governed by the limits prescribed under Section II Part II of Schedule V of the Companies Act, 2013.	-- No Modification --

The details of Mr. Supriyo Sinha are mentioned herein-below:

Particulars	Details of the Director
Age	48 years.
Qualifications	Graduate from Harvard Business School MBA (IIM, Calcutta) B. Tech. (IIT Kharagpur)
Experience	Mr. Sinha has professional experience of more than 20 years. Prior to joining the Board, he was the Head of Strategy- Axis Bank.
Remuneration last drawn	Rs. 3.16 crores (approx.) for the FY 2024-25.
Date of first appointment on Board	1st June, 2022.
Shareholding in the Company	Mr. Supriyo Sinha does not hold any equity shares in the Company.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Mr. Supriyo Sinha is not related to any of the other Directors or Key Managerial Personnel of the Company
No. of meetings of the Board attended during the year	Mr. Supriyo Sinha attended all the eight (8) Board Meetings held during the year

Details of Membership/Chairmanship of Mr. Supriyo Sinha, in the following Committees of other Boards are given below:

Name of the Companies	Nomination and Remuneration Committee	Audit Committee	Stakeholders Relationship Committee	Corporate Social Responsibility Committee
Peerless Hospitex Hospital & Research Center Limited	Member	NA	NA	NA
Peerless Hotels Ltd.	Member	Member	NA	NA
Peerless Financial Services Ltd.	NA	NA	NA	NA
Bengal Peerless Housing Development Company Limited	Member	NA	NA	NA
Kaizen Hotels & Resorts Ltd.	Member	Member	NA	NA

A copy of the agreement (in draft form) setting out the revised terms of remuneration payable to Mr. Supriyo Sinha is available for inspection by any Member at the Registered Office of the Company between 10:00 am and 12:00 Noon on any working day and will also be available for inspection at this Annual General Meeting.

Except Mr. Supriyo Sinha for himself, none of the other Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financial or otherwise, in the Resolution set out at Item No.6.

The Board recommends Resolution No. 6 as an Ordinary Resolution for approval of the Members.

DETAILS OF OTHER DIRECTORS SEEKING RE-APPOINTMENT AS REQUIRED UNDER APPLICABLE SECRETARIAL STANDARDS SS-2 BY ICSI:

(I) Re-appointment of Mr. Partha Sarathi Bhattacharyya (DIN: 00329479) (Item No. 3)

The details of Mr. Partha Sarathi Bhattacharyya are mentioned herein-below:

Particulars	Details of the Director
Age	74 years.
Qualifications	M.Sc., FICMA
Experience	Mr. Partha Sarathi Bhattacharyya was former Chairman cum Managing Director of Coal India Ltd. and is currently on the Board of several listed and unlisted companies.
Remuneration last drawn	—
Terms & conditions of re-appointment	Re-appointment under section 152(6) of the Companies Act, 2013.
Date of first appointment on Board	25th October, 2021

Shareholding in the Company	Mr. Partha Sarathi Bhattacharyya does not hold any equity shares in the Company.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Mr. Partha Sarathi Bhattacharyya is not related to any of the other Directors or Key Managerial Personnel of the Company
No. of meetings of the Board attended during the year	Mr. Partha Sarathi Bhattacharyya attended all the eight (8) Board Meetings held during the year

Details of Membership/Chairmanship of Mr. Partha Sarathi Bhattacharyya, in the following Committees of other Boards are given below:

Name of the Companies	Nomination and Remuneration Committee	Audit Committee	Stakeholders Relationship Committee	Corporate Social Responsibility Committee
Peerless Hospitex Hospital & Research Center Limited	-	-	-	-
Ramakrishna Forgings Limited	Member	Chairman	-	-
Veedol Corporation Ltd.	-	Chairman	-	-
Performance Chemiserve Limited	-	Member	-	-
Mahadhan AgriTech Limited (Formerly Smartchem Technologies Limited)	-	Chairman	-	-
Adplus Chemicals & Polymers Pvt. Ltd.	-	-	-	-
Advanced Performance Materials Private Limited.	-	-	-	-
Texmaco Rail & Engineering Limited.	-	-	-	-
Deepak Mining Solutions Private Limited.	-	Member	-	-
McNally Bharat Engineering Company Ltd.	-	Chairman	Member	-

Except Mr. Partha Sarathi Bhattacharyya, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise, in the Resolution as set out at Item No. 3 of the Notice.

(II) Re-appointment of Mr. Supriyo Sinha (DIN: 07666744) (Item No. 4)

The details of Mr. Supriyo Sinha are mentioned herein-below:

Particulars	Details of the Director
Age	48 years.
Qualifications	Graduate from Harvard Business School MBA (IIM, Calcutta) B. Tech. (IIT Kharagpur)
Experience	Mr. Sinha has professional experience of more than 20 years. Prior to joining the Board, he was the Head of Strategy- Axis Bank.
Remuneration last drawn	Rs. 3.16 crores (approx.) for the FY 2024-25.
Terms & conditions of re-appointment	Re-appointment under section 152(6) of the Companies Act, 2013.
Date of first appointment on Board	1st June, 2022.
Shareholding in the Company	Mr. Supriyo Sinha does not hold any equity shares in the Company.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Mr. Supriyo Sinha is not related to any of the other Directors or Key Managerial Personnel of the Company
No. of meetings of the Board attended during the year	Mr. Supriyo Sinha attended all the eight (8) Board Meetings held during the year

Details of Membership/Chairmanship of Mr. Supriyo Sinha, in the following Committees of other Boards are given below:

Name of the Companies	Nomination and Remuneration Committee	Audit Committee	Stakeholders Relationship Committee	Corporate Social Responsibility Committee
Peerless Hospitex Hospital & Research Center Limited	Member	NA	NA	NA
Peerless Hotels Ltd.	Member	Member	NA	NA
Peerless Financial Services Ltd.	NA	NA	NA	NA
Bengal Peerless Housing Development Company Limited	Member	NA	NA	NA
Kaizen Hotels & Resorts Ltd.	Member	Member	NA	NA

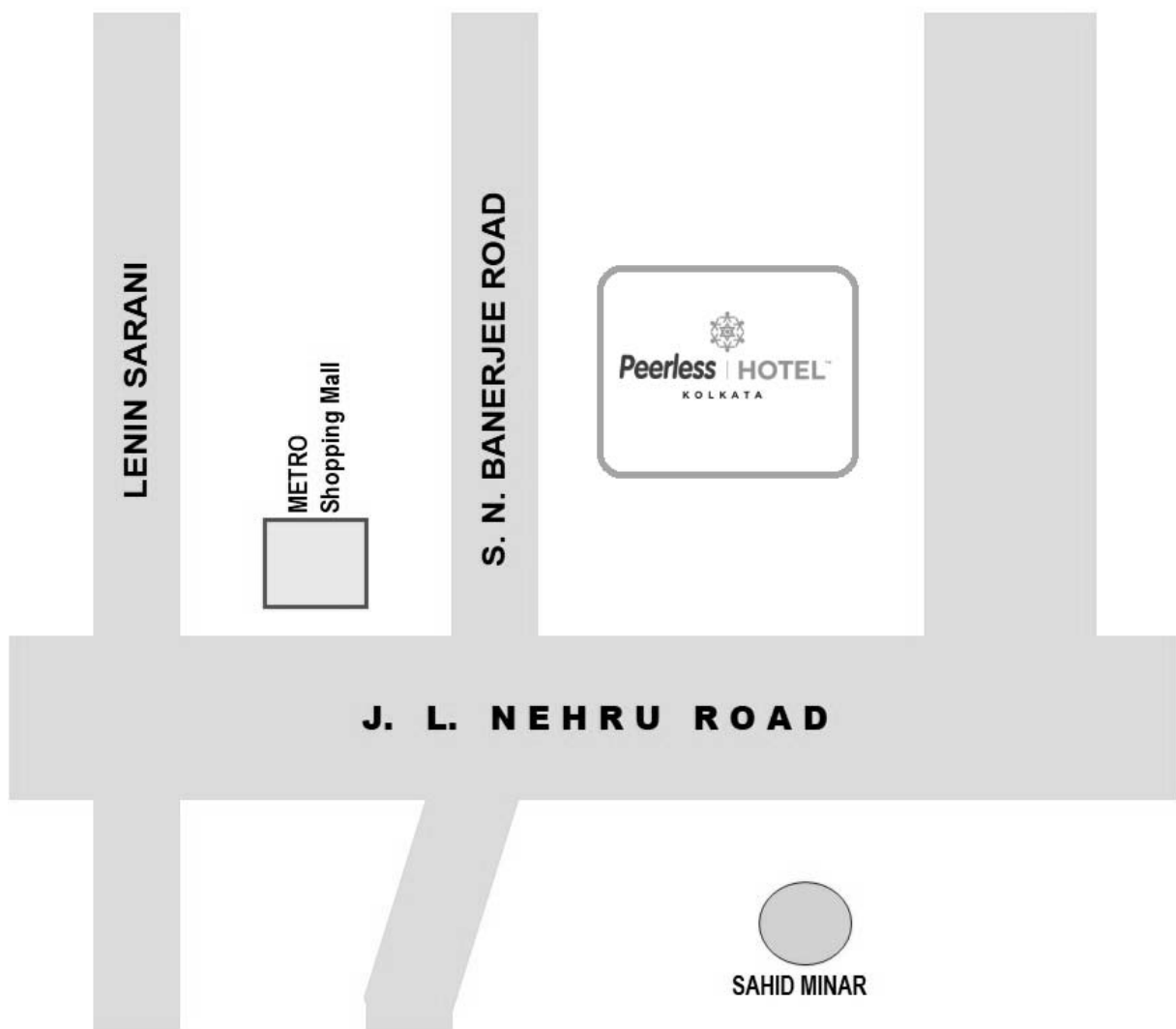
Except Mr. Supriyo Sinha, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise, in the Resolution as set out at Item No. 4 of the Notice.

By Order of the Board

Kolkata,
Dated: 26th July 2025

Udita Dutta
Company Secretary

**Route Map to the venue of 92nd Annual General Meeting
to be held on Friday, 19th September, 2025**



THE PEERLESS GENERAL FINANCE & INVESTMENT COMPANY LIMITED

CIN : U64990WB1932PLC007490

Registered Office : Peerless Bhavan, 3, Esplanade East, Kolkata 700069

Tel : 91 33 22483247, E-mail : feedback@peerless.co.in, Website: www.peerless.co.in

L. F. No.	
No. of Equity Shares held	

ATTENDANCE SLIP

I/We hereby record my/our presence at the Ninety Second Annual General Meeting of the Company held at ‘Peerless Hotel’, 12, Jawaharlal Nehru Road, Kolkata 700 013 on Friday, the 19th day of September, 2025 at 11.30 am.

NAME OF THE SHAREHOLDER (IN BLOCK LETTERS)	
SIGNATURE OF THE SHAREHOLDER	
NAME OF THE PROXY (IN BLOCK LETTERS)	
SIGNATURE OF THE PROXY	

Note : You are requested to sign and deposit this slip at the entrance of the meeting hall.

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U64990WB1932PLC007490

Name of the Company : The Peerless General Finance & Investment Co. Ltd.

Registered office : 'Peerless Bhavan', 3 Esplanade East, Kolkata 700 069, Tel : 91 33 22483247,

E-mail : feedback@peerless.co.in, Website: www.peerless.co.in

Name of the member (s) : Registered address : E-mail ID : Folio No./Client ID : DP ID :	
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I/We, being the member(s) of shares of the above named company, hereby appoint

1. Name :
 Address :
 E-mail ID :
 Signature :, or failing him
2. Name :
 Address :
 E-mail ID :
 Signature :, or failing him
3. Name :
 Address :
 E-mail ID :
 Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 92nd Annual General Meeting of the company, to be held on Friday, the 19th day of September, 2025 at 11.30 am at 'Peerless Hotel', 12, Jawaharlal Nehru Road, Kolkata 700 013 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.

1. Adoption of Audited Standalone and Consolidated Financial Statements for the FY ended 31.03.2025 and the Reports of Directors and Auditors thereon.
2. Declaration of final dividend for the FY ended 31.03.2025.
3. Appointment of a Director in place of Mr. Partha Sarathi Bhattacharyya (DIN: 00329479), who retires by rotation and being eligible, offers himself for reappointment.
4. Appointment of a Director in place of Shri Supriyo Sinha (DIN: 07666744) who retires by rotation and being eligible, offers himself for reappointment.
5. Commission to Directors other than the Managing Director and Wholetime Directors.
6. Revision in terms of agreement of Mr. Supriyo Sinha (DIN: 07666744), Wholetime Director designated as Director-Business Transformation & Corporate Strategy

Signed this ____ day of _____ 2025

Signature of shareholder :

Signature of Proxy holder(s) :
 (1)
 (2)
 (3)

**Affix
Revenue
Stamp**

Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.