

September 09, 2025

The National Stock Exchange of India Limited,
Capital Market- Listing, Exchange Plaza,
5th Floor, Plot No.C/1, G Block
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400051
NSE Scrip Code: FIVESTAR

BSE Limited,
Listing department,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
BSE Scrip Code: 543663

Dear Sir/ Madam,

Sub: Proceedings of the 41st Annual General Meeting of Five-Star Business Finance Limited (the “Company”) held on September 09, 2025

We refer to our letter dated August 18, 2025, informing you about the 41st Annual General Meeting (‘AGM’) of the members of the Company scheduled through Video Conference (VC)/Other Audio Visual Means (OAVM) on Tuesday, September 09, 2025 at 10.00 AM. In this regard, we wish to inform you that the AGM of the Company held today i.e Tuesday, September 09, 2025., at 10.00 AM (IST) through VC/OAVM mode and the businesses as mentioned in the notice dated July 28, 2025 were transacted in compliance with the circulars issued by Ministry of Corporate Affairs, Securities and Exchange Board of India and other applicable provisions of the Companies Act, 2013.

In this regard, please find enclosed herewith the Summary of Proceedings of the 41st AGM of the Company in compliance with the Regulation 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A and Part B of Schedule III and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

The above information is also available on the website of the Company at www.fivestargroup.in.

We request you to kindly to take the above on record.

Thanking you,

For Five-Star Business Finance Limited

Vigneshkumar SM
Company Secretary and Compliance Officer

Five-Star Business Finance Limited

Registered Office : New No. 27, Old No. 4, Taylor’s Road, Kilpauk, Chennai - 600 010.
Phone : 044 - 4610 6200, e-mail : info@fivestargroup.in, Website : www.fivestargroup.in
CIN : L65991TN1984PLC010844

**Summary of Proceedings of the 41st Annual General Meeting (AGM) of
Five-Star Business Finance Limited**

The 41st Annual General Meeting ("AGM") of the Members of Five-Star Business Finance Limited ("the Company") was held on Tuesday, September 09, 2025, at 10:00 A.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), in compliance with the provisions of the Companies Act, 2013, applicable Rules, Secretarial Standards, and in accordance with the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Mr. Lakshmiopathy Deenadayalan, Chairman & Managing Director, chaired the Meeting and extended a warm welcome to all the Members. Upon confirming the presence of the requisite quorum, the Chairman called the Meeting to order.

The Chairman introduced the Independent & Non-Executive Directors present in the AGM, as follows:

Mr T T Srinivasaraghavan	Independent Director and Chairperson of Risk Management Committee and Customer Service Committee
Mr Anand Raghavan	Independent Director and Chairperson of Audit Committee
Mrs Bhama Krishnamurthy	Independent Director and Chairperson of Nomination & Remuneration Committee
Mr Ramkumar Ramamoorthy	Independent Director and Chairperson of Stakeholders Relationship Committee and IT Strategy Committee
Mr Thirulokchand Vasan	Non-Executive Director

The Chairman informed the members that Mr. Srikanth Gopalakrishnan, Joint Managing Director & Chief Financial Officer, and Mr. Vignesh Kumar S.M., Company Secretary & Compliance Officer, were also present at the Annual General Meeting.

The Chairman stated that, Mr Sandeep S, Managing Partner representing M/s S Sandeep & Associates, Secretarial Auditor and Scrutiniser for the purpose of remote e-voting and voting process at the AGM and Mr. GK Subramaniam, Partner representing M/s Deloitte Haskins & Sells, Statutory Auditors were also present at the AGM.

The Chairman stated that, in accordance with the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), the Notice convening the AGM along with the Annual Report for the financial year 2024-25 was circulated electronically to all shareholders whose email addresses were registered with the Company's Registrar & Transfer Agents (RTA) or Depository Participants. Physical copy was sent only to those shareholders who requested for the same. Further a physical letter with link containing the AGM Notice and Annual report for FY 2025 has been sent to all shareholders whose email addresses were not registered with RTA.

The Chairman informed that the Statutory Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode, and members seeking to inspect the same may contact the Company Secretary or send an email to secretary@fivestargroup.in. Since there was no physical attendance of members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable.

He further informed that the Company had engaged National Securities Depository Limited (NSDL) to provide the remote e-voting facility to all its members and the electronic voting facility at the AGM may be used by those members who had not cast their vote through remote e-voting.

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With the permission of members present, the AGM notice dated July 28, 2025 ("AGM Notice") along with the explanatory statement and the Annual Report were taken as read, since they were already sent to the members. Members were informed that the Auditors' report on the financial statements of the Company and the secretarial audit report for the year ended March 31, 2025, did not have any qualifications, observations, comments or other remarks, on financial transactions or matters and which may be construed as having any adverse effect on the functioning of the Company. Accordingly, the auditors' report was not required to be read out at the meeting, as provided in the Companies Act, 2013.

Chairman delivered his formal address outlining the performance of the Company during financial year ended March 31, 2025.

Thereupon Chairman proceeded towards formal agenda. He informed that there were 7 resolutions proposed at the AGM, out of which first three are ordinary business and requires approval of shareholders by means of ordinary resolutions and out of remaining 4 special businesses as set out in the AGM Notice, item no. 4 as set out in the AGM Notice requires approval of shareholders by means of ordinary resolution and item nos. 5 to 7, as set out in the AGM notice requires approval of shareholders by means of special resolution. He informed that the Company has disclosed the detailed rationale and objectives of the resolutions in the explanatory statement to the AGM Notice.

The following businesses, as per the AGM Notice, were transacted at the meeting:

Ordinary Business

1. Adoption of audited financial statements together with the reports of the Directors' and Auditor's for the financial year ended March 31, 2025.
2. Declaration of final dividend for the Financial Year ended March 31, 2025.
3. Appointment of a director in place of Mr Thirulokchand Vasan (holding DIN: 07679930) who retires by rotation and being eligible, has offered himself for re-appointment.

Special Business

4. Approval for appointment of M/s S Sandeep & Associates, Practising Company Secretaries, Chennai as Secretarial Auditors for a term of 5 (Five) consecutive years from FY 2025-26 to FY 2029- 30.
5. Approval for fixing borrowing limits for the Company under section 180(1)(c) of the Companies Act, 2013.
6. Approval for creation of charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.
7. Offer / invitation to subscribe to Non-Convertible Debentures (NCDs) on private placement basis, in one or more series / tranches, aggregating up to INR 4,000 Crores (Indian Rupees Four Thousand Crores only)

The Company Secretary & Compliance officer explained the members about the e-voting procedure and further informed that, since the AGM is being held through VC and the resolutions mentioned in the notice convening this AGM have been already put to vote through remote e-voting, there will be no proposing and seconding of resolutions. The Company had provided remote e-voting facilities to the members in accordance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, to enable them to cast their vote electronically. The remote e-voting was open from Saturday, September 6, 2025, at 9:00 AM (IST) and ended on Monday, September 8, 2025. at 5.00 PM.

He further informed the Members that the facility to vote at the Meeting was also made available to those who were present and had not cast their votes earlier through remote e-voting. He added that Mr. S. Sandeep, Managing Partner of M/s. Sandeep & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer to scrutinize the votes cast during the Meeting and through remote e-voting.

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The Chairman then requested the moderator to facilitate the registered speaker shareholders to speak in the AGM. The Members were provided the opportunity to ask questions or share their comments through the Video Conferencing (VC) / Other Audio-Visual Means (OAVM) platform. After listening to the speaker shareholders, the Chairman appropriately responded to the queries and comments raised.

The Chairman informed the Members that the combined results of the remote e-voting and the e-voting conducted during the AGM would be announced within two working days from the conclusion of the Meeting. The results, along with the Scrutinizer's Report, would be made available on the Company's website at www.fivestargroup.in and on the NSDL website at www.evoting.nsdl.com. The same would also be simultaneously submitted to the National Stock Exchange of India Limited and BSE Limited.

The Chairman authorized the Company Secretary to carry out the voting procedure and conclude the Meeting. He further informed the Members that the e-voting facility would remain open for 15 minutes from the conclusion of the AGM to enable those who had not yet voted, to cast their votes.

There being no other business to transact, the Chairman thanked the Members for their continued support. He also expressed his gratitude to the Directors, Auditors, Management, and other employees who attended the AGM and declared the proceedings of the Meeting as concluded.

The meeting concluded at 10:48 AM (IST) after being open for 15 minutes for e-voting.

We request you to kindly take the above on record.

Thanking you,

For Five-Star Business Finance Limited

Vignesh Kumar SM
Company Secretary and Compliance Officer