Sakthi Finance
Since 1955

SFL: BSEBM:114:2025-26

August 14, 2025

BSE Limited
(Scrip Code: 511066)
Floor 25, P J Towers
Dalal Street
Fort
Mumbai - 400 001

ISIN: INE302E01014
On-line Submission through Listing Centre

Dear Sir / Madam,

Disclosures to be made in terms of Regulation 30 of the SEB1 (Listing Obligations and Disclosure Requirements Regulations) 2015 ("Listing Regulations")

a. Appointment of Independent Directors (Additional)

a. The Board of Directors have, based on the recommendation of the Nomination and Remuneration Committee, appointed Smt. Susheela Balakrishnan (DIN:007140637) and Sri S Chandrasekhar (DIN:00011901) as Independent Directors (Additional) for a term of five (5) consecutive years with effect from August 14, 2025 to August 13, 2030 and they are not liable to retire by rotation. Their appointments are subject to the approval of members through Special Resolution at the ensuing AGM.

b. The details as required under Regulation 30 of the Listing Regulations are set out in **Annexure – A.**

b. Re-appointment of Managing Director

a. The Board of Directors have, based on the recommendations of the Nomination and Remuneration Committee and Audit Committee, approved the re-appointment of Sri M Balasubramaniam, Vice Chairman and Managing Director, for a period of five (5) consecutive years with effect from September 29, 2025 and he is not liable to retire by rotation. His appointment is subject to the approval of members through Special Resolution at the ensuing AGM.

b. The details as required under Regulation 30 of the Listing Regulations are set out in **Annexure – B.**

SAKTHI FINANCE LTD
CBE-18

Sakthi Finance
Since 1955

c. Issue of Securities

a. Issue of Secured, Redeemable Non-Convertible Debentures ("NCDs"), Issuance of Commercial Papers and Other Unsecured Debt Securities etc., on private placement basis for an amount not exceeding ₹ 250 crore

The Board of Directors have approved issue of Secured, Redeemable, Non-Convertible Debentures, Commercial Papers and Other Debt Securities etc., in one or more tranches, on private placement basis during the period of one year commencing from the date of Sixty Eighth (68th) Annual General Meeting ("AGM") for an amount not exceeding ₹ 250 crores. This proposal is subject to the approval of members at the ensuing AGM. The said borrowings are within the overall borrowing limits as approved by the members under Section 180(1)(c) of the Companies Act 2013.

The details as required under Regulation 30 of the Listing Regulations are set out in **Annexure - C.**

b. Issue of Redeemable, Cumulative, Preference Shares on private placement basis for an amount not exceeding ₹ 20 crore

The Board of Directors have approved issue of Redeemable, Cumulative, Preference Shares in one or more tranches on private placement basis for an amount not exceeding ₹ 20 crores. This proposal is subject to the approval of members at the ensuing AGM.

The details as required under Regulation 30 of the Listing Regulations are set out in **Annexure - D.**

d. Increase in Authorised Share Capital

The present Authorised Share Capital is ₹ 130 crores consisting of 10,00,00,000 Equity shares of ₹ 10 each and 30,00,000 Redeemable, Cumulative, Preference Shares of ₹ 100 each.

The Board of Directors have approved to increase the Authorised Share Capital from ₹ 130 crores to ₹ 150 crores with consequent changes in Capital Clause in Memorandum and Articles of Association of the Company. This proposal is subject to the approval of members at the ensuing AGM.

c. This is an intimation / disclosure under Regulations 30 and other applicable regulations, if any, of the Listing Regulations.

SAKTHI FINANCE LTD
CBE-18

Sakthi Finance
Since 1955

d. The above disclosure is also being made available on the website of the Company, www.sakthifinance.com.

e. The Board Meeting commenced at 12.00 noon and concluded at 2.45 p.m.

f. We request you to take the above information / documents on record.

Yours faithfully
For Sakthi Finance Limited

S Venkatesh
Company Secretary and
Chief Compliance Officer
FCS 7012

SAKTHI FINANCE LTD CBE-18

Encl (4)

Sakthi Finance Limited
62, Dr. Nanjappa Road, Coimbatore - 641 018, Tamilnadu, India.
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Annexure - A

Information as required under Regulation 30 - Part A to Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Sl No	Disclosure Requirement	Details
1	Reason for the change viz appointment, ~~resignation, removal, death or otherwise~~.	In order to comply with Regulation 17 of the Listing Regulations, the Board of Directors have, at their meeting held on August 14, 2025, based on the recommendation of Nomination and Remuneration Committee, approved the appointment of Smt Susheela Balakrishnan (DIN: 07140637) and Sri S Chandrasekhar (DIN: 00011901 as Independent Directors (Additional) for a term of five consecutive (5) years with effect from August 14, 2025 to August 13, 2030 (both days inclusive) subject to the approval of members and they are not liable to retire by rotation. The Company is seeking the approval of members for their appointments at the ensuing Annual General Meeting
2	Date of appointment/~~cessation~~ (as applicable) and terms of appointment	August 14, 2025 (Appointment) Recommended for Appointment as Independent Directors (Additional) for a first term of five consecutive years from August 14, 2025 to August 13, 2030 and their appointments are subject to the approval of members through Special Resolution at the ensuing AGM.
3	Brief profile (in case of appointment)	a. Smt Susheela Balakrishnan Smt. Susheela Balakrishnan (DIN: 07140637) holds a Bachelor's of Arts degree and is a Fellow Member of Institute of Chartered Accountants of India (M No: 023863). She has been a Practicing Chartered Accountant since 1985 and one of the partners of

SAKTHI FINANCE LTD CBE-18

Sakthi Finance
Since 1955

		M/s. Susheela Balakrishnan Associates having ICAI Firm Registration No.004304S. She has extensive experience in Audit and Taxation etc. for more than four decades and Management consultancy for more than two decades. She was also an Accountant at Indian Drugs and Pharmaceuticals Limited ("IDPL"), a Government organisation for three (3) years from 1982-1984. She is now an Independent Director in National Fittings Limited and Sri Chamundeswari Sugars Limited. b. <u>Sri S Chandrasekhar</u> Sri. S Chandrasekhar (DIN:00011901) holds a Bachelor's Degree in Business Management and a Master's Degree in Business Administration from USA. He is an Industrialist and having more than three decades of experience and expertise in Finance, Transport, Plantation, Dealership and Marketing etc. He is the Executive Director of ARC Retreading Company Private Limited, Anamallais Engineering Private Limited, Sakthi Coffee Estates Limited and Managing Partner of M/s. N Mahalingam and Company.
4	Disclosure of relationships between Directors (in case of appointment of a Director)	They are not related to any of the Directors of the Company
5	Information as required pursuant to BSE Circular ref no List/COMP/14/2018-19 dated June 20, 2018	Smt. Susheela Balakrishnan and Sri S Chandrasekhar are not debarred from holding office of Director by virtue of any SEBI order or any other such Authority

SAKTHI FINANCE LTD CBE-18

Sakthi Finance
Since 1955

Annexure - B

Information as required under Regulation 30 - Part A to Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Sl No	Disclosure Requirement	Details
1	Reason for the change viz appointment, ~~resignation, removal, death or otherwise~~.	Sri M Balasubramaniam, Vice Chairman and Managing Director's term of Office will get completed on September 28, 2025. Therefore, the Board of Directors have, at their meeting held on August 14, 2025, based on the recommendations of Nomination and Remuneration Committee and Audit Committee, re-appointed him as Managing Director for a consecutive period of five (5) years with effect from September 29, 2025.
2	Date of appointment/~~cessation~~ (as applicable) and terms of appointment / re-appointment	September 29, 2025 (Re-appointment) Recommended for re-appointment as Managing Director for a further period of five consecutive years from September 29, 2025 to September 28, 2030 (both days inclusive) and his appointment is subject to the approval of members through Special Resolution at the ensuing AGM.
3	Brief profile (in case of appointment)	Sri. M. Balasubramaniam, Vice Chairman and Managing Director of our Company, holds a Master's Degree in Commerce from Madras University and a Master's Degree in Business Administration from Notre Dame University, USA. He joined SFL as a Director in the year 1985 and has been associated with SFL since then. He is also the Managing Director of Sakthi Sugars Limited. He has an extensive experience of 38 years in the field of Finance, Auto and Sugar Industries. He was the Chairman of Coimbatore Zone of Confederation of Indian Industry and was also a member of the Management Committee of Coimbatore Management

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		Association. He was also the Senate Member of Bharathiyar University during 2016-2019. He was a member of Southern Regional Committee of all India Council for Technical Education ("**AICTE**").
4	Disclosure of relationships between Directors (in case of appointment of a Director)	Sri M Balasubramaniam, Managing Director is related to Dr M Manickam, Chairman and Sri M Srinivaasan, Director of the Company, as brothers
5	Information as required pursuant to BSE Circular ref no List/COMP/14/2018-19 dated June 20, 2018	Sri M Balasubramaniam is not debarred from holding office of Director by virtue of any SEBI order or any other such Authority

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Annexure – C

Issue of Secured, Redeemable, Non-Convertible Debentures ("NCDs"), Issuance of Commercial Papers ("CPs") and Other Debt Securities on private placement basis for an amount not exceeding ₹ 250 crore

Sl No	Disclosure Requirement	Details
1	Size of the Issue	For an amount not exceeding ₹ 250 Crores to be issued on private placement basis to the intending investors
2	Whether proposed to be listed? (If yes, name of the stock exchange(s)	Yes, BSE Limited, as applicable
3	Tenure of the Instrument - date of the allotment and date of maturity	Not exceeding 10 years. Date of allotment and maturity will be decided by the Board of Directors at the time of Issue
4	Coupon / interest offered, schedule of payment of coupon / interest and principal	Not exceeding 12% per annum
5	Charge / Security, if any, created over the assets	Security will be created for the NCDs by extending the hire purchase receivables / immovable properties of the Company and consequently, the charge will also be created in favour of the Debenture Trustee.
6	Special Rights / interest / privileges attached to the instrument and changes thereof	Nil
7	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Does not arise
8	Delay of any letter or comments regarding payment / non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not applicable
9	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	Not applicable

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Annexure – D

Issue of Redeemable, Cumulative, Preference Shares ("RCPS") on private placement basis for an amount not exceeding ₹ 20 crore

Sl No	Disclosure Requirement	Details
1	Size of the Issue	For an amount not exceeding ₹ 20 Crores to be issued on private placement basis to the intending investors
2	Whether proposed to be listed? (If yes, name of the stock exchange(s)	No
3	Tenure of the Instrument - date of the allotment and date of maturity	Not exceeding 20 years. Date of allotment and maturity will be decided by the Board of Directors at the time of Issue
4	Coupon / interest offered, schedule of payment of coupon / interest and principal	Not exceeding 12% per annum
5	Charge / Security, if any, created over the assets	Not applicable
6	Special Rights / interest / privileges attached to the instrument and changes thereof	Nil
7	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Does not arise
8	Delay of any letter or comments regarding payment / non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not applicable

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9	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	From the own funds of the Company or out of the funds raised by the fresh issue of Redeemable, Cumulative Preference Shares.

Yours faithfully
For Sakthi Finance Limited

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S Venkatesh
Company Secretary and
Chief Compliance Officer
FCS 7012