NICCO UCO ALLIANCE CREDIT LIMITED
CIN – L65910WB1984PLC037614
Regd.Office: Nicco House, 2 Hare Street
Kolkata – 700001
E-Mail: mdnuacl@gmail.com

Notice of the 42nd Annual General Meeting to the Members

NOTICE is hereby given that the 42nd Annual General Meeting of the Company will be held on 9th September, 2026 at 11.00 a.m. at the Registered Office of the Company at Nicco House, 2, Hare Street, Kolkata- 700001 to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone Profit & Loss Account of the Company for the year ended 31st March, 2026 and the Audited Balance Sheet as on that date with the Reports of the Directors and Auditors thereon.**

2. **To receive, consider and adopt the Audited Consolidated Profit & Loss Account the Company for the year ended 31st March, 2026 and the Audited Balance Sheet as on that date with the Reports of the Auditors thereon.**

3. **To appoint a Mrs. Anita Lahiri (DIN-10520216), Director, who retires by rotation and being eligible offers herself to be reappointed and to pass, if thought fit, with or without modification, the following resolution as an Ordinary resolution:**

   "RESOLVED THAT Mrs. Anita Lahiri (DIN-10520216), who retired by rotation and being eligible for reappointment, be and is hereby appointed as a Director of the Company whose period of office is liable to determination by retirement of a director by rotation"

SPECIAL BUSINESS:

4. **To consider and approve the appointment of CS Rasna Goyal, Practicing Company Secretary, as the Secretarial Auditor of the Company for a term of five (5) consecutive years and to pass, if thought fit, with or without modification, the following resolution as an ordinary resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, CS Rasna Goyal, Practicing Company Secretary (Membership No. 9096), be and is hereby **appointed as the Secretarial Auditor of** the Company for a term of five (5) consecutive years commencing from the financial year 2026-2027, on such remuneration as may be mutually agreed between the Board of Directors and the Auditor.

   RESOLVED FURTHER THAT Mr. Kaustubha Basu, Managing Director & CEO and Ms. Sanjushree Paul, Company Secretary & Compliance Officer of the Company be and are hereby authorized to do all such acts, deeds, as may be deemed necessary to give effect to this resolution."

5. To consider and approve the appointment of Mr. Abhijit Banerjee (DIN-11398136) as an Independent Director and to pass, if thought fit, with or without modification, the following resolution as Special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV and the SEBI (LODR) Regulations, 2015, Mr. Abhijit Banerjee (DIN: 11398136), who was appointed as an Additional Director by the Board in the board meeting held on 12.02.2026 and who qualifies for being appointed as an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 years, with effect from conclusion of the Annual General Meeting.

RESOLVED FURTHER THAT Mr. Kaustubha Basu, Managing Director & CEO and/or Ms. Sanjushree Paul, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to do all such acts, deeds as may be deemed necessary, to give effect to this resolution."

6. To consider re-appointment of Mr. Kaustubha Basu (DIN: 10185801) as Managing Director & CEO and to pass, if thought fit, with or without modification, the following resolution as Special resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, the applicable rules framed thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and subject to such other approvals, permissions and sanctions as may be required, including the No Objection Certificate from the Consortium of Lending Banks of the Company, consent of the Members be and is hereby accorded for the re-appointment of Mr. Kaustubha Basu (DIN: 10185801), who has attained the age of 73 (Seventy Three) years, as the Managing Director & Chief Executive Officer (CEO) of the Company for a further period of three (3) years with effect from 29th June, 2026, on the following principal terms and conditions:

I. Salary

Basic Salary of Rs.40,000/- (Rupees Forty Thousand only) per month, which shall remain fixed during the tenure of his appointment unless otherwise revised in accordance with the applicable provisions of law and with the approval of the Board of Directors and/or the Nomination and Remuneration Committee, wherever required.

II. Perquisites

In addition to the above salary, he shall be entitled to the following perquisites:

a) Car / Reimbursement of Fuel Expenses

Reimbursement of fuel expenses incurred exclusively for official purposes, subject to a maximum limit of Rs.10,000/- (Rupees Ten Thousand only) per month, upon submission of supporting bills. Such reimbursement shall not be treated as a perquisite to the extent exempt under the provisions of the Income-tax Act, 1961 and the Rules made thereunder.

b) Leave

Leave entitlement shall be in accordance with the Rules and Policies of the Company as applicable from time to time.

III. Minimum Remuneration

Where in any financial year during the tenure of his appointment the Company has no profits or its profits are inadequate, Mr. Kaustubha Basu shall be paid the remuneration specified above as the minimum remuneration, subject to the provisions of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee thereof, including the Nomination and Remuneration Committee) be and is hereby authorized to alter, vary, revise or modify the terms and conditions of the said re-appointment, including remuneration and perquisites, from time to time, as may be agreed between the Board and Mr. Kaustubha Basu, provided that such variation is within the limits prescribed under the Companies Act, 2013, Schedule V thereto, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable statutory provisions.

RESOLVED FURTHER THAT either the Company or Mr. Kaustubha Basu may terminate the appointment by giving six (6) months' prior written notice to the other party or by payment of salary in lieu of such notice, in accordance with the terms of appointment.

RESOLVED FURTHER THAT any Director and/or Ms. Sanjushree Paul, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, expedient or desirable to give effect to this resolution, including but not limited to filing of the necessary e-forms, returns and other documents with the Registrar of Companies, Stock Exchanges and such other statutory and regulatory authorities as may be required.”

7. **To avail a loan/financial assistance from subsidiary company i.e. Nicco Insurance Agents & Consultants Limited (NIACL) and to pass, if thought fit, with or without modification, the following resolution as Special resolution:**

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment thereof for the time being in force, and pursuant to the recommendation and approval of the Audit Committee and Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for availing loan/financial assistance aggregating to ₹12,00,000/- (Rupees Twelve Lakhs Only) by the Company from its Subsidiary Company, namely Nicco Insurance Agents and Consultants Limited (“NIACL”), on such terms and conditions, including tenure, interest rate and repayment schedule, as may be mutually agreed between the parties.

RESOLVED FURTHER THAT Mr. Uditendu Sarkar, Non-Executive Independent Director and/or Ms. Sanjushree Paul, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to finalize the terms and conditions of the aforesaid loan transaction and to do all such acts, deeds and things, including execution of agreements, documents, writings and filings, as may be deemed necessary, proper or expedient to give effect to this Resolution."

By Order of the Board
For Nicco Uco Alliance Credit Limited

Sanjushree Paul
Company Secretary & Compliance Officer
ICSI Memb. No. 79252

Registered Office:
NICCO HOUSE
2, Hare Street
Kolkata – 700 001
Date: 19.05.2026

NOTES:

(i) The relevant Explanatory pursuant to Section 102 of the Companies Act, 2013 (the “Act”) setting out material facts concerning the business with the respect to Item No. 4, 5, 6 and 7 is annexed hereto and forms part of this Notice.

(ii) A Member entitled to attend and vote at the Annual General Meeting (AGM) may appoint proxy to attend and vote on his behalf. A proxy need not be a member of the Company.

Proxies, in order to be effective, must be received at the registered office of the Company not less than forty-eight hours before the commencement of the AGM i.e. by 11.00 A.M. on 7th September, 2026.

(iii) Corporate Members are required to send to the Company a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the AGM.

(iv) In terms of Section 108 of the Companies Act, 2013 read with rule 20 as amended of the Companies (Management & Administration) Rule, 2014, the Resolutions proposed at this AGM will be transacted through remote e-voting (facility to cast vote from a place other than the venue of the AGM) and poll at the AGM, for which purpose the Company has engaged the services of NSDL. The Board of Directors of the Company has appointed CS Rasna Goyal a Company Secretary in practice as the Scrutinizer for this purpose.

(v) **Dispatch of Notice and Annual Report:** In terms of the applicable provisions of the Companies Act, 2013 read with the General Circular No. 20/2020 dated May 5, 2020 issued by the Ministry of Corporate Affairs ("MCA"), as continued by General Circular No. 03/2025 dated September 22, 2025, the Notice convening the Annual General Meeting ("AGM") along with the Annual Report is being sent only through electronic mode to only those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent (“RTA”) /Depositories.

The members may also view the Notice of the AGM and the Annual Report available on the website of the Company, the website of the Stock Exchange(s) where the equity shares of the Company are listed and on the website of the e-voting agency i.e. NSDL (National Securities Depository Limited).

Members holding shares in physical form who have not yet registered their e-mail addresses are requested to register the same with the Company’s RTA to enable receipt of all future communications in electronic mode.

(vi) **Procedure for registration of email address**: Notice of the 42nd AGM and other documents are being sent through electronic mode to those Members whose email addresses are registered with the Company and/or Company’s RTA and/or Depositories. Therefore, those Members, who have not yet registered or updated their email address with the Company, are requested to do so to enable the Company to send notices, annual reports and other communications electronically, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Members may register/update their email address by following the procedure given below:

a) **For the Members holding shares in physical form**, please send scan copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self- attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAAR) supporting the registered address of the Member, by email to the Company's email address at nufslcal@gmail.com / sanjushree@nuacl.com or to the email address of the Company's Registrar and Share Transfer Agent ("RTA"), R & D Infotech Pvt. Ltd. at rdinfo.investors@gmail.com

b) **For the Members holding shares in dematerialised form** are requested to register or update their email address and other contact details with their respective Depository Participant(s), as the same will be reflected in the records maintained by the Depositories Participant/s.

Members are also requested to promptly intimate any change in their email address, postal address, bank account details, nomination particulars or other relevant information to the Company or its Registrar and Share Transfer Agent, in the case of shares held in physical form, and to their respective Depository Participant(s), in the case of shares held in dematerialised form.

The physical copy of the Notice along with the Annual Report shall be made available to the Members who request for the same in writing to the Company.

(vii) Members holding shares in physical form are requested to note that, pursuant to the provisions of the **SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025,** as amended from time to time, the Company shall process service requests relating to physical shareholdings, including issue of duplicate share certificate, renewal or exchange of share certificate, endorsement, subdivision/splitting, consolidation of share certificates/folios, transmission and transposition, in accordance with the procedure prescribed by SEBI. The securities, wherever applicable under the SEBI framework, shall be issued only in dematerialised form.

Accordingly, Members holding shares in physical form are encouraged to dematerialise their shareholding at the earliest to facilitate prompt processing of investor service requests, eliminate risks associated with holding physical share certificates and ensure ease of portfolio management.

Members may contact their respective Depository Participant(s) or the Company's Registrar and Share Transfer Agent, R & D Infotech Pvt Ltd., for assistance in dematerialising their shareholding.

(viii) Accordingly, Members holding shares in physical form are requested to submit their service requests by duly filling and signing the prescribed Form ISR-4, along with the requisite supporting documents, to the Company's Registrar and Share Transfer Agent, R & D Infotech Pvt Ltd, in accordance with the provisions of the **SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025**, as amended from time to time.

In case of transmission of securities, Members are requested to submit the prescribed Form ISR-5 along with the applicable supporting documents to the Registrar and Share Transfer Agent in accordance with the aforesaid SEBI Master Circular.

(ix) The details of Members whose names appear in the Register of Members or in the list of beneficial owners received from the Depositories as on 07th August, 2026 (Benpos Date) have been considered for the purpose of determining the entitlement of Members in connection with this Notice.

(x) Voting rights will be reckoned on the paid–up value of shares registered in the name of the Members as on 02nd September, 2026. Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or poll at the AGM.

(xi) The facility of poll will be available at the AGM venue for those Members who do not cast their votes by remote e-voting prior to the AGM. Members, who cast their votes by remote e-voting prior to the AGM, may attend the meeting but will not be entitled to cast their votes once again.

(xii) Additional information relating to the particulars of Directors recommended by the Board of Directors for re-appointment at this AGM is appearing in the Report and Accounts.

(xiii) Members are required to bring their admission slips to the AGM. Duplicate admission slips and/or copies of the Report and Accounts will not be provided at the AGM venue.

(xiv) The Board has appointed, Mrs. Rasna Goyal, Practicing Company Secretary (Membership No. 9096) as the Scrutinizer to scrutinize the remote e-voting process and voting process at AGM in a fair and transparent manner.

(xv) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and prepare, within two working days of conclusion of AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

(xvi) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.nuacl.com immediately after the result is declared by the Chairman; and results shall also be communicated to the Stock Exchanges.

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CIN – L65910WB1984PLC037614
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THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on Sunday, 06th September, 2026 at 9:00 A.M. and ends on Tuesday, 8th September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 02nd September, 2026 may cast their vote electronically. The voting right of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 02nd September, 2026.

To vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

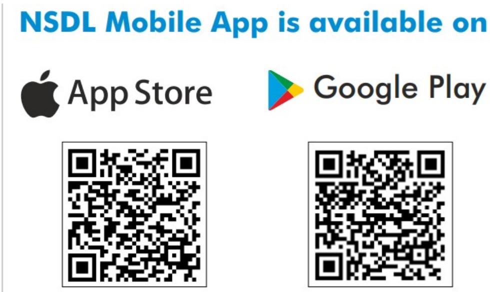
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. **2.** If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeASPortal"**orclickathttps://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal

Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.

2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.

3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration

Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you will see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

To Log-in to NSDL e-Voting website?

1. https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. New screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shownon the screen. *Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below

Manner of holding shares i.e.Demat (NSDL or CDSL) or Pysical	Your user ID is
a. For members who hold shares in demat account with NSDL	8 Character DPID followed by 8 Digit Client ID. For Example if your DP ID is IN300****** and Client ID is 12****** thenyour user ID is IN300***12 ******

b. For members who hold shares in demat account with CDSL	For example if your Beneficiary ID is 12************** then your user ID is 12*************
c. For members who hold shares in Physical form	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

a) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
b) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
c) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

If you are unable to receive or have not received the "initial password" or have forgotten your password :

a. Click on "Forgot User Details/Password?" (If you are holding shares in your Demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b. Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting .nsdl.com.

c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number / folio number, your PAN, your name and your registered address etc..

d. Members can also use the OTP (ONE TIME Password) based login for castinfg the vote on the e-voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting.
2. Select 'EVEN' of company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csrasnagoyal@gmail.com with a copy marked to evoting@nsdl.co.in.
2. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding

shares as of the cut-off date i.e. -Wednesday, 2nd September, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30 . In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Wednesday, 2nd September, 2026 may follow steps mentioned in the Notice of the AGM under Step1 :"Access to NSDL e-Voting system"(Above).

3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to toMr. Amit Vishal, Senior Manager and /or Ms.PallaviMhatre, Manager at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to mdnuacl@gmail.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to mdnuacl@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1**

3. **(A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
4. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

(II) General Information:

(a) Every Client ID No./Folio No. will have one vote, irrespective of the number of joint holders.

(b) The Results of voting will be declared within two working days from the conclusion of the AGM and the resolutions proposed thereat will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, along with the Scrutinizer's Report, will be available forthwith on the website of NSDL; such Results will also be forwarded to the Stock Exchanges where the Company's shares are listed.

By Order of the Board
For Nicco Uco Alliance Credit Limited

Sanjushree Paul
Company Secretary & Compliance Officer
ICSI Memb. No. 79252

Registered Office:
NICCO HOUSE,
2, Hare Street
Kolkata – 700 001
Date: 19.05.2026

NICCO UCO ALLIANCE CREDIT LIMITED
CIN – L65910WB1984PLC037614
Regd.Office: Nicco House, 2 Hare Street
Kolkata – 700001
E-Mail: mdnuacl@gmail.com

Details of Directors seeking appointment/re-appointment at the 42nd Annual General Meeting
[In compliance of Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India]

ANNEXURE – A

Name of Directors	Mrs. Anita Lahiri
Date of Birth	24/04/1956
Date of Appointment	28/02/2024
Experience	Social Worker having over 20 years in urban and rural areas.
Qualification	BA (Social Science)
List of other Public Companies in which directorship held	NIL
Membership/Chairmanship of Committee of Directors in the Company	i. Audit Committee ii. Nomination and Remuneration Committee iii. Stakeholder Relationship Committee
Relationship with Directors of the Company	NIL
Shareholding in the Company	NIL

ANNEXURE – B

Name of Directors	Mr. Abhijit Banerjee
Date of Birth	12/01/1967
Date of Appointment	12/02/2026
Experience	He possesses rich experience and expertise in law, which would be beneficial to the Company.
Qualification	LL.B
List of other Public Companies in which directorship held	NIL
Membership/Chairmanship of Committee of Directors in the Company	NIL
Relationship with Directors of the Company	NIL
Shareholding in the Company	NIL

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ANNEXURE – C

Name of Directors	Mr. Kaustubha Basu
Date of Birth	11/12/1952
Date of Appointment	30/06/2023
Experience	He possesses over 30 years of rich and diverse experience in corporate leadership, executive management, corporate administration and strategic business management. During his association with the Company, he has played a pivotal role in providing strategic direction, strengthening governance practices and overseeing the Company's operations and business development.
Qualification	M.A (Economics) & MBA
List of other Public Companies in which directorship held	NIL
Membership/Chairmanship of Committee of Directors in the Company	NIL
Relationship with Directors of the Company	NIL
Shareholding in the Company	NIL

ANNEXURE TO NOTICE

Explanatory Statement annexed to and forming part of Notice of 42nd Annual General Meeting as required under section 102(1) of the Companies Act, 2013

Item No.4

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company is required to appoint a Secretarial Auditor to conduct secretarial audit of the Company.

Based on the recommendation of the Board of Directors, Ms. Rasna Goyal, Practicing Company Secretary, is proposed to be appointed as the Secretarial Auditor of the Company for a term of five (5) consecutive years. She possesses the requisite qualification, experience and expertise to carry out the secretarial audit of the Company.

The remuneration shall be decided by the Board and the Secretarial Auditor.

The Board of Directors is of the opinion that her appointment will be in the best interest of the Company.

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

The Board recommends the Resolution set out at Item No. 4 for approval of the Members.

Item No 5

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, had appointed Mr. Abhijit Banerjee (DIN: 11398136) as an Additional Director who was to be appointed as an Independent Director of the Company, subject to the approval of the Members.

Pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, approval of the Members is required for his appointment as an Independent Director.

The Company has received the following documents from the director:

- Consent in writing to act as Director,
- Disclosure of interest,
- Declaration confirming that he meets the criteria of Independence as prescribed under Section 149(6) of the Act and Regulation 16 of SEBI (LODR),
- Confirmation that he is not disqualified under Section 164 of the Act.

In the opinion of the Board, Mr. Abhijit Banerjee fulfills the conditions specified in the Act and SEBI (LODR) Regulations, 2015 and is independent of the management.

Brief profile:
Mr. Abhijit Banerjee possesses rich experience and expertise in law, which would be beneficial to the Company.

The Board recommends the Special Resolution set out at Item No. 5 for approval of the Members.

Item No. 6

The present term of Mr. Kaustubha Basu (DIN: 10185801) as the Managing Director & Chief Executive Officer ("Managing Director & CEO") of the Company is due to expire. In view of his extensive experience, proven leadership, strategic vision and significant contribution towards the growth and overall management of the Company, the Nomination and Remuneration Committee, after evaluating his performance and suitability, recommended his re-appointment.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on 19.05.2026, approved, subject to the approval of the Members, the re-appointment of Mr. Kaustubha Basu as the Managing Director & Chief Executive Officer of the Company for a further period of three (3) consecutive years, commencing from 29.06.2026, on the terms and conditions, including remuneration, set out below.

Since Mr. Kaustubha Basu has attained the age of 73 years, his re-appointment requires the approval of the Members by way of a Special Resolution in terms of Part I of Schedule V to the Companies Act, 2013.

The principal terms and conditions of his re-appointment are as follows:

I. Salary

Basic Salary of Rs. 40,000/- (Rupees Forty Thousand only) per month, which shall remain fixed during the tenure of his appointment unless otherwise revised in accordance with applicable laws and the approval of the Board of Directors and/or the Nomination and Remuneration Committee, wherever required.

II. Perquisites

The following perquisites shall be allowed in addition to the above salary:

a) Car / Reimbursement of Fuel Expenses

The Company shall reimburse fuel expenses incurred exclusively for official purposes, subject to a maximum limit of Rs. 10,000/- per month, upon submission of supporting bills. Such reimbursement shall not be treated as a perquisite to the extent exempt under the applicable provisions of the Income-tax Act, 1961 and the rules made thereunder.

b) Leave

Leave entitlement shall be in accordance with the Rules and Policies of the Company applicable from time to time.

III. Minimum Remuneration

Where in any financial year during the tenure of his appointment the Company has no profits or its profits are inadequate, Mr. Kaustubha Basu shall be paid the remuneration specified above as the minimum remuneration, subject to the provisions of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time.

The Board of Directors (which term shall include any Committee thereof, including the Nomination and Remuneration Committee) shall be entitled to alter, vary, revise or modify the terms and conditions of the appointment, including remuneration and perquisites, from time to time, provided that such variation is within the limits prescribed under the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable statutory provisions.

Either party may terminate the appointment by giving six (6) months' prior written notice to the other or by payment of salary in lieu of such notice, in accordance with the terms of appointment.

The Company has received:

- Consent to act as Managing Director,
- Declaration confirming compliance with applicable provisions of the Act.

Brief profile:

Mr. Kaustubha Basu holds an M.A. (Economics) degree and an MBA and possesses over 30 years of rich and diverse experience in corporate leadership, executive management, corporate administration and strategic business management. During his association with the Company, he has played a pivotal role in providing strategic direction, strengthening governance practices and overseeing the Company's operations and business development.

In the opinion of the Board, Mr. Kaustubha Basu possesses the requisite knowledge, experience, expertise and leadership capabilities, and his continued association as the Managing Director & Chief Executive Officer will be of immense value to the Company.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the Members.

Except Mr. Kaustubha Basu, being the appointee, and his relatives, none of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

Item No. 7

The Company, in order to meet its operational requirements and to carry on its business activities smoothly, proposes to avail a loan/financial assistance aggregating up to ₹12,00,000/- (Rupees Twelve Lakhs Only) from its Subsidiary Company, Nicco Insurance Agents and Consultants Limited ("NIACL").

The proposed transaction qualifies as a related party transaction under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and is proposed to be undertaken in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI LODR Regulations. Accordingly, approval of the Members by way of a Special Resolution is being sought.

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on 19th May, 2026, have reviewed and approved the proposal for availing the aforesaid loan/financial assistance from NIACL, subject to the approval of the Members of the Company.

The particulars of the proposed transaction, pursuant to the applicable provisions of the SEBI LODR Regulations and other applicable laws, are as under:

- **Name of the Related Party:** Nicco Insurance Agents and Consultants Limited (NIACL)
- **Nature of Relationship:** Subsidiary Company
- **Nature of Transaction:** Availing of loan/financial assistance by the Company from NIACL
- **Value of Transaction:** Aggregating up to ₹12,00,000/- (Rupees Twelve Lakhs Only)
- **Material Terms of the Transaction:** The loan/financial assistance shall be availed on such terms and conditions, including tenure, interest rate and repayment schedule, as may be mutually agreed between the parties and in the ordinary course of business.

- **Purpose and Benefits of the Transaction:** The proposed financial assistance is intended to meet the operational and business requirements of the Company and would enable the Company to manage its financial requirements efficiently.

Mr. Kaustubha Basu, Managing Director & Chief Executive Officer of the Company, and Mr. Mahadeb Chatterjee, Chief Financial Officer of the Company, are also Directors on the Board of NIACL. Accordingly, they may be deemed to be concerned or interested in the proposed resolution to the extent of their directorship in NIACL. Save and except the aforesaid, and to the extent of their respective shareholding, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the accompanying Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for the approval of the Members of the Company.

By Order of the Board
For Nicco Uco Alliance Credit Limited

Sanjushree Paul
Company Secretary & Compliance Officer
ICSI Memb. No. 79252

Registered Office:
NICCO HOUSE,
2, Hare Street
Kolkata – 700 001
Date: 19.05.2026