

Date: October 30, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001
BSE Scrip Code: 544179

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
NSE Symbol: GODIGIT

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”): Postal Ballot Notice

Dear Sir/Madam,

Pursuant to Regulation 30 read with Paragraph A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we are enclosing herewith the Postal Ballot Notice dated October 30, 2025 along with the explanatory statement thereto, seeking approval of the Members of the Company, by way of remote e-voting process (“e-voting”) for the following special businesses:

- i. **Special Resolution: To approve the amendment in the “Go Digit- Employee Stock Option Plan 2018”**
- ii. **Special Resolution: Appointment of Giridhar Aramane (DIN: 00483130) as a Non-Executive Independent Director of the Company for a period of five years w.e.f. November 1, 2025**
- iii. **Ordinary Resolution: Appointment of Michael Wallace (DIN: 10214400) as a Non- Executive Director of the Company w.e.f. November 1, 2025**

Further, in compliance with applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Postal Ballot Notice (including E-voting instructions) are being sent through electronic mode to all the Members whose email addresses are registered with the Registrar and Share Transfer Agent viz. MUFG Intime India Private Limited or the Depository Participant(s) as on the cut-off date i.e. **Friday, October 24, 2025**.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time and read with applicable Circulars, the Company is pleased to provide all its Members holding as on the closure of business hours of the cut-off date, i.e., **Friday, October 24, 2025 (“cut-off date”)**, the facility to exercise their vote electronically on the resolutions set forth in the Postal Ballot Notice of the Company. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained with the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting. The detailed instructions for remote e-voting have been provided in the Postal Ballot Notice.

The Company has engaged the services of National Securities Depository Limited (“NSDL”) for facilitating the e-voting process, as the authorized agency. The e-voting facility will be available during the following period:

Cut Off date:	Friday, October 24, 2025
Commencement of e-voting:	9:00 A.M. (IST) on Friday, October 31, 2025
End of e-voting:	5:00 P.M. (IST) on Saturday, November 29, 2025

The Postal Ballot Notice is also available on the Company's website at <https://www.godigit.com/investor-relations> and would also be available on the website of NSDL at www.evoting.nsdl.com.

Kindly take the above intimation on record.

Thanking you,

Yours sincerely,

For **Go Digit General Insurance Limited**

Tejas Saraf
Company Secretary & Compliance Officer

Encl:

1. As above

digit

INSURANCE

Go Digit General Insurance Limited | Registered Office: 1 to 6 Floor, Ananta One (AR One), Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No. 1579, Shivajinagar Pune - 411005 Maharashtra | CIN: L66010PN2016PLC167410 | IRDAI Reg. No: 158 | Website: www.godigit.com Email Id: hello@godigit.com Toll free 1800-258-5956

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To the Members of the Company,

NOTICE is hereby given that the resolution set out below is proposed for approval by the Members of Go Digit General Insurance Limited ("Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its Members to cast their votes electronically, pursuant to Sections 108 and 110 of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules, circulars and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended, from time to time). The following special businesses are proposed to be transacted:

Item No.	Particulars
1.	To approve the amendment in the "Go Digit- Employee Stock Option Plan 2018"
2.	Appointment of Giridhar Aramane (DIN: 00483130) as a Non-Executive Independent Director of the Company for a period of five years w.e.f. November 1, 2025
3.	Appointment of Michael Wallace (DIN: 10214400) as a Non- Executive Director of the Company w.e.f. November 1, 2025

The Explanatory Statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Notice of Postal Ballot ("Notice") and additional information as required under the SEBI Listing Regulations and the circular(s) issued by SEBI, as applicable, is also attached.

The Board of Directors has appointed M/s. Kanj & Co. LLP, Practicing Company Secretaries as the Scrutinizer for scrutinizing the process of remote e-Voting in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.

This Postal Ballot Notice is being sent only through electronic mode (by e-mail) to all those Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), Members who have registered their e-mail addresses with the Company or MUFG Intime India Private Limited, the Registrar & Share Transfer Agent of the Company ("MUFG Intime" or "RTA") or the Depository Participant(s) and other persons entitled to receive this notice, as on **Friday, October 24, 2025 ("Cut-off Date")**.

The Company has engaged the services of NSDL to provide remote e-Voting facility to the Members identified on the Cut-off Date.

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Cut-off Date:	Friday, October 24, 2025
Commencement of remote e-voting:	9:00 a.m. (IST) on Friday, October 31, 2025
End of remote e-voting:	5:00 p.m. (IST) on Saturday, November 29, 2025

The remote e-Voting module shall be disabled by NSDL thereafter.

Voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on the Cut-off Date. Please note that communication of assent or dissent of the Members would only take place through the remote e-Voting system.

The Scrutiniser will submit their report, after the completion of scrutiny, to the Chairman or to any other Director or Company Secretary duly authorised in this regard. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website <https://www.godigit.com/investor-relations> and also be displayed on the Notice Board of the Company at its Registered Office and on the website of NSDL <https://www.evoting.nsdl.com/> immediately after the results are declared and simultaneously communicated to the Stock Exchanges viz. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com), Stock Exchanges where equity shares of the Company are listed, in compliance with Regulation 44(3) of the SEBI Listing Regulations.

SPECIAL BUSINESS

1. To approve the amendment in the "Go Digit- Employee Stock Option Plan 2018"

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the regulation 7 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB Regulations"), provisions of Section 62(1)(b), and all other applicable provisions, of the Companies Act 2013, Rule 12(5) of the Companies (Share Capital and Debentures) Rules, 2014 the Memorandum of Association and Articles of Association of the Company, and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, as may be necessary, and based on the recommendations of Nomination and Remuneration Committee and Board of Directors, the approval and consent of the members of the Company be and is hereby accorded to amend the clause 9.1 of the "Go Digit- Employee Stock Option Plan 2018" ("ESOP 2018"/ "Plan") to increase the exercise period in the plan from existing 'Four (4) years from the date of Vesting of such Option' to 'Eight (8) years from the date of Vesting of such Option'.

RESOLVED FURTHER THAT the Board or Nomination and Remuneration Committee or Compensation Committee, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion deem necessary to give effect to the above resolution and for effective implementation and administration of Plan including without limitation, to settle any question, difficulty or doubt that may arise in this regard for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing certified true copies of these resolutions to various authorities and to file necessary forms with the ROC, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto, and do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution, including to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

2. Appointment of Giridhar Aramane (DIN: 00483130) as a Non-Executive Independent Director of the Company for a period of five years w.e.f. November 1, 2025

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 (**"the Act"**) read with the Rules framed thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**"SEBI Listing Regulations"**), the Insurance Act, 1938, guidelines, circulars, regulations issued by Insurance Regulatory and Development Authority of India (**"IRDAI"**) from time to time and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors and pursuant to Policy on Appointment and Remuneration of Directors, Giridhar Aramane (DIN: 00483130) who was appointed as an Additional Director, in the capacity of a Non-Executive Independent Director with effect from November 1, 2025, and who has furnished a declaration stating that he meets the criteria for independence under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of 5 (five) consecutive years, i.e., from November 1, 2025 to October 31, 2030, not liable to retire by rotation.

RESOLVED FURTHER THAT as a Non-executive Independent Director, Giridhar Aramane shall be eligible for sitting fees and remuneration as may be approved by the Board for Independent Directors from time to time within the permissible limit prescribed under the applicable law along with reimbursement of expenses for attending the meetings of the Board and Committees.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and are hereby severally authorized to file necessary forms or returns with the concerned Registrar of Companies and to do all acts, deeds and things necessary to give effect to this resolution, including but not limited to filing relevant forms, executing of deed of covenants, documents, instruments and writings and to do such other actions as they may, in their absolute discretion, deem necessary or desirable, including without limitation, to settle any question, difficulty or doubt that may arise in this regards for the purpose of implementing this resolution, without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

3. Appointment of Michael Wallace (DIN: 10214400) as a Non-Executive Director of the Company w.e.f. November 1, 2025

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, and other applicable provisions of the Companies Act, 2013 (**"the Act"**) read with the Rules framed thereunder, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**"SEBI Listing Regulations"**), the Insurance Act, 1938, guidelines, circulars, regulations issued by Insurance Regulatory and Development Authority of India (**"IRDAI"**) from time to time and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors,

and pursuant to Policy on Appointment and Remuneration of Directors, Michael Wallace (DIN:10214400) who was appointed as an Additional Director, in the capacity of Non-Executive Director with effect from November 1, 2025, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company with effect from November 1, 2025 liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and are hereby severally authorized to file necessary forms or returns with the concerned Registrar of Companies and to do all acts, deeds and things necessary to give effect to this resolution, including but not limited to filing relevant forms, executing of deed of covenants, documents, instruments and writings and to do such other actions as they may, in their absolute discretion, deem necessary or desirable, including without limitation, to settle any question, difficulty or doubt that may arise in this regards for the purpose of implementing this resolution, without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**By Order of the Board of Directors
For Go Digit General Insurance Limited**

Tejas Saraf
Company Secretary and Compliance Officer
Membership No.: A26225

Place: Pune
Date: October 30, 2025

Registered Office: 1 to 6 Floor, Ananta One, Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No.1579, Shivajinagar, Pune, Maharashtra, India, 411005

NOTES:

1. Explanatory Statement pursuant to Section 102(1) and 110 of the Companies Act, 2013 (the 'Act'), read with the applicable rules made thereunder and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") with respect to the Special Business to be transacted through Postal Ballot is annexed hereto.
2. In compliance with the applicable circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the register of members / register of beneficial owners as on **Friday, October 24, 2025 ("Cut-Off Date")** received from the Depositories and whose e-mail address is registered with the Company / Registrar and Share Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and prepaid business reply envelopes are not being sent to Members.
3. This Postal Ballot Notice will also be available on the Company's website at <https://www.godigit.com/investor-relations> and will also be available on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of NSDL at <https://www.evoting.nsdl.com>.
4. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the remote e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.

It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received

this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories/Depository Participants) shall be entitled to vote in relation to the aforementioned resolution in accordance with the process specified in this Notice.

- Documents referred to in the Postal Ballot Notice will be kept open for inspection by the Members at the registered office of the Company on all working days, except Saturdays, during business hours from the date of circulation of this Postal Ballot Notice until the last date of remote e-voting.

Procedure for remote e-voting

- In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the applicable Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically. The instructions for remote e-voting are provided as part of this Postal Ballot Notice.
- The remote e-Voting shall commence at **9:00 a.m. (IST) on Friday, October 31, 2025, (IST) and shall end on 5:00 p.m. (IST) on Saturday, November 29, 2025.** During this period, Members of the Company holding shares in form as on the Cut-Off Date may cast their vote(s) electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.
- The voting right of member shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, i.e. **Friday, October 24, 2025.** Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
- The Board of Directors of the Company has appointed M/s. Kanj & Co. LLP, Company Secretaries, as the Scrutinizer for scrutinizing the process of remote e-Voting in fair and transparent manner. The Scrutinizer have consented to act as Scrutinizer for this Postal Ballot.
- The Scrutiniser will submit their report, after the completion of scrutiny, to the Chairman or to any other director or Company Secretary duly authorised in this regard. The results of remote e-voting will be announced **on or before Tuesday, December 2, 2025.** The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website <https://www.godigit.com/investor-relations> and also be displayed on the Notice Board of the Company at its Registered Office and on the website of NSDL <https://www.evoting.nsdl.com/> immediately after the results are declared and simultaneously communicated to the Stock Exchanges viz. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com), Stock Exchanges where equity shares of the Company are listed, in compliance with Regulation 44(3) of the SEBI Listing Regulations. The Scrutinizer's decision on the validity of votes cast will be final.
- The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-Voting i.e., **Saturday, November 29, 2025.**

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins at **9:00 a.m. (IST) on Friday, October 31, 2025 and shall end on 5:00 p.m. (IST) on Saturday, November 29, 2025.** 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. **Friday, October 24, 2025,** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, October 24, 2025.**

How do I 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 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.	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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. - 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. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - 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. - Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

App Store Google Play



Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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 can 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.

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.com or call at 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 toll free no. 1800-21-09911

- B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on 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 Physical
Your User ID is:
 - a) For Members who hold shares in demat account with NSDL.
8 Character DP ID followed by 8 Digit Client ID
For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
 - b) For Members who hold shares in demat account with CDSL.
16 Digit Beneficiary ID
For example if your Beneficiary ID is 12***** then your user ID is 12*****.
 - c) For Members holding 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 user 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:
 - 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.com 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 casting the votes 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 on NSDL e-Voting system.

How to cast your vote electronically 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 sunil.nanal@kanjcs.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on «Upload Board Resolution / Authority Letter» displayed under «e-Voting» tab in their login.

2. 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.

3. 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 : 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

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 (Company email id).
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 (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. 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.

EXPLANATORY STATEMENT SETTING OUT THE MATERIAL FACTS PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item no. 1:

Based on the recommendations of the Nomination and Remuneration Committee and Board of Directors, it is proposed to amend clause 9.1 of the Go Digit- Employee Stock Option Plan 2018 ("ESOP 2018"/ "Plan") in order to increase the Exercise Period from existing Four (4) years from date of Vesting of such Option to Eight (8) years from the date of Vesting of such Option. The same is proposed with the intent of providing employees with flexibility in exercising stock options and to improve employee retention. Pursuant to such amendment, the revised clause 9.1 would read as follows:

"9.1 While in employment/service:

Exercise Period in respect of a Vested Option shall be Eight (8) years from the date of Vesting of such Option."

The details of the proposed amendment/variation are as under:

Full details of the amendment/variation	Clause 9.1 of the Go Digit- Employee Stock Option Plan 2018 (ESOP 2018) to be read as follows: "9.1. While in employment/ service: Exercise Period in respect of a Vested Option shall be Eight (8) years from the date of Vesting of such Option."
The rationale therefore	This change is being proposed for the benefit of employees.
The details of the employees who are beneficiaries of such amendment/variation	Present and Future ESOP/Option Grantees having outstanding vested ESOPs

The disclosures as required by the applicable law are as follows:

a)	A brief description of the Scheme The Board of Directors and Members of the Company at their meeting held on October 26, 2018, approved the Go Digit – Employee Appreciation Rights Plan 2018 ("ESAR 2018"). Erstwhile ESAR 2018 was further amended pursuant to the resolutions passed by the Board of Directors on May 22, 2019, January 5, 2022, August 8, 2022 and December 20, 2022, and the resolutions passed by the Members of the Company on July 22, 2019, January 10 2022, August 11, 2022 and January 13, 2023. Pursuant to the resolutions passed by the Board of Directors and Members of the Company on March 21, 2023 and March 27, 2023, respectively, the erstwhile ESAR 2018 was amended and varied to the "Go Digit- Employee Stock Option Plan 2018 ("ESOP 2018"/ "Plan"). The ESOP 2018 was further amended pursuant to the resolutions passed by the Board of Directors on May 4, 2023 and June 11, 2024 and by the Members of the Company on July 26, 2023 and August 14, 2024. The objective of the ESOP 2018 is to reward the Employees of the Company for their performance and to motivate them to contribute to the growth and profitability of the Company. The Company also intends to use this Plan to retain talent working with the Company. The Company views equity based compensation plans as an integral part of employee compensation across sectors which enables alignment of personal goals of the Employees with organizational objectives by participating in the ownership of the Company through share based compensation Plan.
b)	the total number of options, SARs, shares or benefits, as the case may be, to be offered and granted; The total number of ESOPs granted under the Plan shall be such which upon exercise shall not exceed in aggregate 3,48,84,881 (Three Crore Forty Eight Lakh Eighty Four Thousand Eight Hundred and Eighty One) fully paid-up Shares in the Company, in the Company of face value of Rs.10/- each fully paid-up, as may be determined in accordance with the provisions of the Plan and in due compliance with the applicable laws and regulations. Vested ESOPs lapsed due to non-exercise and/or unvested ESOPs that get cancelled due to resignation/ termination of the employees or otherwise, would be available for being re-granted at a future date. The Board is authorized to re-grant such lapsed / cancelled ESOPs as per the provisions of ESOPs 2018, within the overall ceiling. In case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division, and others, a fair and reasonable adjustment needs to be made to the ESOPs granted. Accordingly, if any additional equity shares are required to be issued pursuant to any corporate action, the above ceiling of equity shares shall be deemed to increase in proportion of such additional equity shares issued.

c)	identification of classes of employees entitled to participate and be beneficiaries in the scheme(s);	Please refer clause 2(xi) of the Scheme which reads as follows: xi. "Employee" means (i) a permanent employee of the Company who has been working in India or outside India; or (ii) a Director of the Company, whether whole time Director or not, but excluding an Independent Director ; or (iii) an employee as defined in sub-clauses (i) or (ii), of a subsidiary, in India or outside India, or of a Holding Company of the Company, but excludes- a. an employee who is a Promoter or belongs to the Promoter Group; and b. a Director who either by himself/herself or through his /her relatives or through any-body corporate, directly or indirectly holds more than 10% of the outstanding Shares of the Company. Provided that after Listing, the term 'Employee' shall have meaning as referred to under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 subject to prior approval by way of special resolution post Listing.			
d)	requirements of vesting and period of vesting;	Vesting of ESOPs would be subject to continued employment with the Company, its Holding Company, as the case may be and thus the ESOPs would vest essentially on passage of time. In addition to this, the Nomination and Remuneration Committee/Compensation Committee may also specify certain performance parameters subject to which the ESOPs would vest. The Nomination and Remuneration Committee/Compensation Committee shall have the full discretion in prescribing the vesting schedule/conditions thereof. Options granted under ESOP 2018 would Vest after One (1) year but not later than Six (6) years from the Grant date of such Options, as may be decided by the Compensation Committee or Nomination and Remuneration Committee."			
e)	maximum period (subject to regulation 18(1) and 24(1) of these regulations, as the case may be) within which the options / SARs / benefits shall be vested;	Please refer clause 7 of the Scheme which would read as follows: Options granted under ESOP 2018 would Vest after One (1) year but not later than Six (6) years from the Grant date of such Options, as may be decided by the Compensation Committee or Nomination and Remuneration Committee."			
f)	exercise price, SAR price, purchase price or pricing formula;	Please refer clause 8.1 of the Scheme which reads as follows: 8.1 The Exercise Price per Option shall be the face value of the Share of the Company or any other price which shall not be lesser than the face value of the Share of the Company as on Grant Date of such Options.			
g)	exercise period/offer period and process of exercise/acceptance of offer;	Please refer clause 9.1 (as amended) and 9.2 of the Scheme which reads as follows: 9.1 While in employment/ service: Exercise Period in respect of a Vested Option shall be Eight (8) years from the date of Vesting of such Option. 9.2 Exercise Period in case of separation from employment/ service: Subject to the provisions of the Clause 10 of this Plan, the Vested Options can be exercised by the Option Grantees as under:			
		Sl. No.	Particulars	Vested Options	Unvested Options
		1	Resignation / termination (other than due to Misconduct)	All the Vested Options as on date of submission of resignation or termination shall be exercised by the Option Grantee on or before his/her last working day with the Company or its Holding Company or before the expiry of the Exercise Period, whichever is earlier.	All Unvested Options on the date of submission of resignation/ termination shall stand cancelled with effect from that date.
		2	Termination due to Misconduct	All the Vested Options at the time of such termination shall stand cancelled with effect from the date of such termination	All Unvested Options on the date of such termination shall stand cancelled with effect from the termination date.
		3	Retirement	All the Vested Options as on date of retirement shall be exercised by the Option Grantee on or before his/ her last working day with the Company or its Holding Company or before the expiry of the Exercise Period, whichever is earlier.	All Unvested Options on the date of Retirement shall stand cancelled with effect from that date. However, after Listing, relevant provisions of the Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021 shall apply.
		4	Death	All Vested Options may be exercised by the Option Grantee's nominee or legal heir(s) immediately after, but in no event later than 12 months from the date of last working day with the Company or its Holding Company, as the case may be.	All the Unvested Options as on the date of death shall be deemed to vest immediately and may be exercised as per Provisions applicable for Vested Options.

		5	Termination due to Permanent Incapacity	All Vested Options as on the date of incurring such disability may be exercised by the Option Grantee immediately after, but in no event later than 12 months from the date of last working day with the Company or its Holding Company, as the case may be.	All the Unvested Options as on the date of incurring such disability shall be deemed to vest immediately and may be exercised as per provisions applicable for Vested Options.
		6	Other Reasons Apart from those mentioned above	The Vested Options as on that date shall stand cancelled unless otherwise decided by the Nomination and Remuneration Committee/Compensation Committee and such decision shall be final.	All Unvested Options on the date of separation shall stand cancelled with effect from that date or as may be decided by the Nomination and Remuneration Committee/Compensation Committee.
h)	the appraisal process for determining the eligibility of employees for the scheme(s);	Please refer clause 5.3 of the Scheme which reads as follows: Appraisal process for determining the eligibility of the Employees will be based on designation, period of service, performance linked parameters such as work performance and such other criteria as may be determined by the Nomination and Remuneration Committee/Compensation Committee at its sole discretion, from time to time.			
i)	maximum number of options, SARs, shares, as the case may be, to be offered and issued per employee and in aggregate, if any;	Please refer clause 3.2 of the Scheme which reads as follows: 3.2 The number of Options that may be offered to any one Employee shall not be equal to or exceed One percent of existing issued Capital (excluding outstanding warrants and conversions) of the Company under ESOP 2018.			
j)	maximum quantum of benefits to be provided per employee under a scheme(s);	Please refer clause 3.2 of the Scheme which reads as follows: 3.2 The number of Options that may be offered to any one Employee shall not be equal to or exceed One percent of existing issued Capital (excluding outstanding warrants and conversions) of the Company under ESOP 2018.			
k)	whether the scheme(s) is to be implemented and administered directly by the company or through a trust;	The ESOP 2018 shall be implemented and administered directly by the Company without forming or involving any trust.			
l)	whether the scheme(s) involves new issue of shares by the company or secondary acquisition by the trust or both;	New issue of shares by the Company			
m)	the amount of loan to be provided for implementation of the scheme(s) by the company to the trust, its tenure, utilization, repayment terms, etc.;	Not Applicable			
n)	maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme(s);	Not Applicable			
o)	a statement to the effect that the company shall conform to the accounting policies specified in regulation 15;	The Company shall follow and conform to the applicable accounting policies issued by the Institute of Chartered Accountants of India from time to time and/ or accounting policies as per the Act and/or Regulation 15 of the SBEB Regulations as applicable.			
p)	the method which the company shall use to value its options or SARs;	The Company shall use fair value method using the Black Scholes method for valuation of the ESOPs or any other method required by Indian GAAP or applicable laws. The Company may choose to adopt a different methodology, as may be required under applicable laws.			

q)	the following statement, if applicable: "In case the company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors report";	Not Applicable
r)	period of lock-in.	No Lock-in
s)	Terms & conditions for buyback, if any, of specified securities covered under these regulations.	Not Applicable

Note: The Company's Equity Shares were listed on the recognized stock exchanges, namely BSE Limited and the National Stock Exchange of India Limited, on May 23, 2024. Consequently, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 shall prevail over the Scheme wherever applicable.

Except Jasleen Kohli, Ravi Khetan and Tejas Saraf and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution.

The Board recommends passing of the resolution at Item No. 1 of the accompanying Postal Ballot Notice for approval of the Members of the Company as a **Special Resolution**.

Item no. 2:

The Board of Directors of the Company via resolution passed at the Board Meeting held on 28th October 2025, based on the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Giridhar Aramane (DIN: 00483130), as an Additional Director in the capacity of Non-executive, Independent Director of the Company.

In terms of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), listed entity shall ensure that approval of Members for appointment of a person on the Board of the Company is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

In accordance with the aforesaid provisions, the Board of Directors seek approval of Members through Postal Ballot for appointment of Giridhar Aramane as a Non- Executive Independent Director of the Company for a period of 5 (five) consecutive years from November 1, 2025, to October 31, 2030, not liable to retire by rotation.

Giridhar Aramane, was an Indian Administrative Service (IAS) officer of the 1988 batch with over 30 years of distinguished experience in public service. He has led transformative reforms in defense, infrastructure, industrial policy, and economic governance. Mr. Aramane served as the Defense Secretary in the Ministry of Defense, Government of India, where he was instrumental in advancing India's defense strategy and promoting self-reliance in defense manufacturing. Prior to this, he held key positions as Secretary, Ministry of Road Transport & Highways, and Secretary, Department for Promotion of Industry and Internal Trade (DPIIT), contributing to infrastructure modernization and regulatory reform. Earlier in his career, he served as Executive Director at the Insurance Regulatory and Development Authority of India (IRDAI) from 2009 to 2012, where he played a key role in strengthening India's insurance regulatory framework. He has pursued his Bachelor of

Technology degree from the Jawaharlal Nehru Technological University, Hyderabad and M Tech from IIT, Madras. He has also completed his post-graduation in Master of Arts (Economics) from Kakatiya University, Warangal.

In the opinion of the Board, Giridhar Aramane possesses skills/expertise in various areas such as Economics, Insurance, Law, Management, Operations, Technology, Administration and Governance

The Company has received necessary documents pertaining to the appointment including a declaration of independence from Giridhar Aramane confirming that he meets the criteria of independence as prescribed under the Act and SEBI Listing Regulations and that he meets the 'Fit and Proper' criteria prescribed by the Insurance Regulatory and Development Authority of India ("IRDAI"). Giridhar Aramane is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company and submitted a declaration that he has not been debarred from holding office of a Director by virtue of any order passed by the Securities and Exchange Board of India ("**SEBI**") or any other such authority.

Giridhar Aramane is eligible to be appointed as an independent director of the Company. The Company, pursuant to Section 160(1) of the Act, has received a notice in writing from a member proposing the candidature of Giridhar Aramane for the office of a director of the Company.

The Board has assessed the veracity of the above declarations and other documents furnished by Giridhar Aramane. Based on the declaration of independence submitted by Giridhar Aramane, the Board is of the opinion that he is a person of integrity and has the necessary knowledge, experience and expertise and is independent of the Management of the Company and fulfils the conditions specified in the Act, rules made thereunder and Regulation 16 of SEBI Listing Regulations for appointment as a Non-executive, Independent Director of the Company.

Considering requisite qualifications, skills, experience and expertise of Giridhar Aramane, the Board of Directors of the Company is of the opinion that his association would be beneficial to the Company and it is desirable to avail services of Giridhar Aramane, as a Non-executive, Independent Director of the Company for a period from November 1, 2025 till October 31, 2030, not liable to retire by rotation.

Giridhar Aramane is in compliance with the requirements as prescribed in Rule 6 of Companies (Appointment and Qualification of Directors)

Rules, 2014 as amended, with respect to enrolling his name in the online databank of independent directors

Pursuant to Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, necessary disclosures regarding appointment of Giridhar Aramane are provided in the Annexure I of this Notice.

As an Independent Director of the Company, Giridhar Aramane will be entitled to receive sitting fees for attending Board and Committee Meetings and reimbursement of expenses for attending the Board and Committee meetings.

A copy of the draft letter of appointment of an Independent Director setting out the terms and conditions is available on the website of the Company at www.godigit.com.

Except Giridhar Aramane, being appointee, and his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the said resolution.

Giridhar Aramane on the date of the notice holds 160 shares of the Company and is not related to any Directors or Key Managerial Personnel of the Company.

The Board recommends passing of the resolution at Item No. 2 of the accompanying Postal Ballot Notice for approval of the Members of the Company as a **Special Resolution**.

Item no. 3:

The Board of Directors of the Company vide resolution passed on October 28, 2025, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), has appointed Michael Wallace (DIN: 10214400), as an Additional Director in the category of Non-executive Director of the Company with effect from November 1, 2025.

In terms of Regulation 17 of the SEBI Listing Regulations, listed entity shall ensure that approval of Members for appointment of a person on the Board of the Company is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier

Michael Wallace has over 30 years of progressive experience in Property Casualty Insurance operations, underwriting, reinsurance and management. He has expertise in domains like Insurance, Reinsurance, Risk Management, Operations & Underwriting, Actuarial and Governance. Currently, he is working as a Vice President, Insurance Operations in Fairfax Financial Holdings Limited ("FFHL"), Toronto. He

ANNEXURE I

Information as required under Secretarial Standard - 2 on General Meetings and Regulation 30 and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standard for appointment of the Directors is given as under:

Sr. No.	Particulars	Details	
1.	Name of Director	Giridhar Aramane	Michael Wallace
2.	DIN	00483130	10214400
3.	Age	62 years	55 years
4.	Qualification	- Bachelor of Technology in Civil Engineering from JNTU, Hyderabad - Master of Technology in Industrial Management from IIT Madras - Master of Arts in Economics from Kakatiya University, Warangal	- Bachelor of Science degree in Actuarial Science (Co-op), University of Calgary - RSA's Executive Development

is currently a non-executive Director for Brit Group Holding Limited and Ki Financial Limited, both part of FFHL. He also serves as a Non-Executive Director on the Board of Go Digit Life Insurance Limited and Valueatics Reinsurance Limited. Prior to this, he was working as Senior Vice President and as a Vice President, Risk, Reinsurance and Underwriting (Chief Risk Officer and CUO) in RSA Canada, Toronto. He has pursued his Bachelor of Science degree in Actuarial Science (Co-op) from University of Calgary and also successfully completed RSA's Executive Development Program in 2008.

The Company has received necessary documents pertaining to his appointment as Director including confirmation that he meets the 'Fit and Proper' criteria prescribed by the Insurance Regulatory and Development Authority of India ("IRDAI"). Michael Wallace is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

Pursuant to Regulation 36 of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, necessary disclosures regarding appointment of Michael Wallace are provided in the Annexure I of this Notice.

Considering requisite qualifications, skills, experience and expertise of Michael Wallace, the Board of Directors of the Company is of the opinion that his association would be beneficial to the Company, and it is desirable to avail services of Michael Wallace as a Non-Executive Director of the Company who shall be liable to retire by rotation.

The Board recommends passing of the resolution at Item No. 3 of the accompanying Postal Ballot Notice for approval of the Members of the Company as an **Ordinary Resolution**.

**By Order of the Board of Directors
For Go Digit General Insurance Limited**

Sd/-

Tejas Saraf
Company Secretary and Compliance Officer
Membership No. A26225

Place: Pune
Date: October 30, 2025

Registered Office: 1 to 6 Floor, Ananta One, Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No.1579, Shivajinagar, Pune, Maharashtra,

India, 411005

5.	A brief resume of the director and experience	Giridhar Aramane, was an Indian Administrative Service (IAS) officer of the 1988 batch with over 30 years of distinguished experience in public service. He has led transformative reforms in defense, infrastructure, industrial policy, and economic governance. Mr. Aramane served as the Defense Secretary in the Ministry of Defense, Government of India, where he was instrumental in advancing India's defense strategy and promoting self-reliance in defense manufacturing. Prior to this, he held key positions as Secretary, Ministry of Road Transport & Highways, and Secretary, Department for Promotion of Industry and Internal Trade (DPIIT), contributing to infrastructure modernization and regulatory reform. Earlier in his career, he served as Executive Director at the Insurance Regulatory and Development Authority of India (IRDAI) from 2009 to 2012, where he played a key role in strengthening India's insurance regulatory framework.	Michael Wallace has over 30 years of progressive experience in Property Casualty Insurance operations, underwriting, reinsurance and management. He has expertise in domains like Mergers, Acquisitions, Divestitures, Profit & Loss management, accountability, Strategic Planning and Execution Staff Management, Development, Internal controls & systems Underwriting and Proposition Development, Business analysis case preparation System Development, Volume growth execution Innovative Culture. Currently, he is working as a Vice President, Insurance Operations in Fairfax Financial Holdings Limited ("FFHL"), Toronto. He is currently a non-executive Director for Brit Group Holding Limited and Ki Financial Limited, both part of FFHL. He also serves as a Non-Executive Director on the Board of Go Digit Life Insurance Limited and Valueatics Reinsurance Limited. Prior to this, he was working as Senior Vice President and as a Vice President, Risk, Reinsurance and Underwriting (Chief Risk Officer and CUO) in RSA Canada, Toronto.
6	Terms and conditions of appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable)	Giridhar Aramane is proposed to be appointed as an Independent Director not liable to retire by rotation and shall hold office w.e.f. November 1, 2025 till October 31 2030. He shall not draw any remuneration from the Company, however, shall be eligible to receive sitting fee as decided by the Board from time to time for attending the meetings of the Board and Committees thereof. Remuneration last drawn: Nil	Michael Wallace is proposed to be appointed as a Non- Executive Director liable to retire by rotation and shall hold office w.e.f. November 1, 2025. He shall not draw any remuneration from the Company. Remuneration last drawn: Nil
7	Date of first appointment on the Board and term	Giridhar Aramane has been appointed as an Additional Director by the Board of Directors w.e.f. November 1, 2025 and his appointment as an Independent Director for a period of 5 years effective from November 1, 2025 is subject to approval of Members.	Michael Wallace has been appointed as an Additional Director by the Board of Directors w.e.f. November 1, 2025 and his appointment as a Non-Executive Director is subject to approval of Members.
8	Shareholding in the listed entity, including shareholding as a beneficial owner	Giridhar Aramane holds 160 equity shares in the Company.	Nil
9	Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company	None	None
10	Number of Meetings of the Board attended during the year	Nil	Nil

11	Other Directorships, Membership/ Chairmanship of Committees of other Boards	Nil	- Go Digit Life Insurance Limited - Non- Executive Director - Chairperson of the Investment Committee. - Member of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Policyholder Protection, Grievance Redressal and Claims Monitoring Committee and Risk Management Committee. - Valueattics Reinsurance Limited - Non – Executive Director - Chairperson of the Investment Committee. - Member of Audit Committee, Nomination and Remuneration Committee, and Risk Management Committee. - KI Financial Limited – Director - Brit Limited – Non – Executive Director
12	Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	1. Non- Executive Director in Infrastructure Leasing and Financial Services Limited.	Nil
13	Listed entities from which the person has resigned in the past three years;	Nil	Nil
14	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Giridhar Aramane's extensive experience in public administration, infrastructure, and regulatory governance positions him as a valuable asset to our general insurance company. His deep understanding of policy, risk, and compliance frameworks, combined with strategic leadership across key government sectors, would significantly strengthen our board's oversight and contribute to sound governance and sustainable growth.	Not Applicable
15	Nature of expertise in specific functional areas	Economics, Insurance, Law, Management, Operations, Technology, Administration and Governance	Insurance, Reinsurance, Risk Management, Operations & Underwriting, Actuarial and Governance