Zerodha Fund House
No 51, 2nd Floor, Le Parc Richmonde, Richmond Road,
Shantala Nagar, Bengaluru 560025 India

NOTICE

Notice is hereby given that the first Extra-Ordinary General Meeting of the Members of **Zerodha Trustee Private Limited ("Company") (CIN: U67100KA2021PTC155537)** will be held on the September 18, 2026 at 11.45 A.M. to transact the following businesses. The venue of the Meeting is 153, 154, 4th Cross Road, JP Nagar 4th Phase, Dollars Colony, Phase-4, Bengaluru - 560078.

SPECIAL BUSINESS:

To consider and approve the Name Change of the Company and consequently approve the alteration of Memorandum of Association (MoA) & Articles of Association (AoA) of the Trustee Company:

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as ***Special Resolution***:

"**RESOLVED THAT** pursuant to the provisions of Section 4, 13, 14, 15 &100 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management & Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, any other applicable law(s),regulation(s), policy(ies) or guideline(s), the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Registrar of Companies – Delhi, (the "ROC") and other regulatory authorities, as may be applicable, consent of the Shareholders of the Company be and is hereby accorded to change the name of the Company from **"Zerodha Trustee Private Limited" to "Zerodha CASE Trustee Private Limited"**.

RESOLVED FURTHER THAT post aforesaid approvals, the name **"Zerodha Trustee Private Limited"** whereby occurs in the Memorandum and Articles of Association and other such documents, papers, registrations, etc of the Company as may be required be substituted by the name as approved by the Registrar of Companies viz., **Zerodha CASE Trustee Private Limited**.

RESOLVED FURTHER THAT the draft set of the amended Memorandum of Association, a copy of which is placed before the meeting, be and is hereby approved and adopted as the new set of Memorandum of Association of the Company in substitution of the existing Memorandum of Association of the Company to meet the requirements of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be required or deemed necessary or incidental thereto including signing and filing all the forms, application and other documents or papers with the Registrar of Companies, ("ROC") and any other statutory approvals as may be required in this matter and to execute all such deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalize all issues that may arise in this regard in order to give effect to the abovementioned resolution."

By Order of the Board
For Zerodha Trustee Private Limited

Sd/-
VASANTH KAMATH
DIN: 07214307
Director

Place: Bengaluru
Date: September 17, 2026

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard 2') in respect of the business set out above is annexed hereto.

2. Institutional / Corporate Members are entitled to appoint authorised representatives to attend, participate at the EGM are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorising its representatives to attend and vote at the EGM, pursuant to Section 113 of the Act.

3. In accordance with the circulars issued by MCA the Notice of the 1st EGM for the Financial Year (FY) 2026-27 is being sent by electronic mode to Members whose e-mail ids are registered with the Company or the Depository Participants (DPs).

4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.

5. The information regarding the Director who is proposed to be appointed/re-appointed, as required to be provided under Secretarial Standard on General Meetings issued, is annexed hereto. The Directors have furnished consent / declaration for their appointment / re-appointment as required under the Act and Rules made thereunder.

6. As per the provisions of Section 107 of the Act, any resolution put to the vote at the meeting shall be decided by show of hands unless a poll is demanded by the members of the Company as per the provisions of section 109 of the Act. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

7. In case of joint holders attending the EGM, only such a joint holder who is senior by the order in which the name stands in the register of members will be entitled to vote.

8. The relevant documents referred to in the Notice and the Explanatory Statement are open for inspection by the members at the Registered Office of the Company on all working days between Monday to Friday except public holidays, between 11:00 a.m. (IST) to 5:00 p.m. (IST) up to the date of the meeting and also at the venue during the meeting.

Explanatory Statement in Respect of Items of Special Business:

Item No. 1: To consider and approve the Name Change of the Company and consequently approve the alteration of Memorandum of Association (MoA) & Articles of Association (AoA) of the Trustee Company:

The Members are requested to note that SEBI, vide its letter bearing reference no. I/18595/2026 dated August 12, 2026, granted its no objection to (i) the change in control of Zerodha Asset Management Private Limited ("the Company/AMC") pursuant to the induction of CASE Platforms Private Limited ("CASE") as a co-sponsor of Zerodha Mutual Fund, and (ii) the infusion of capital into the AMC by CASE.

Pursuant thereto, CASE infused capital of Rs. 118.44 crs into the AMC on September 09, 2026, consequent to which CASE holds more than 40% of the net worth of the Company, the eligibility threshold prescribed for a sponsor under the SEBI (Mutual Funds) Regulations, 2026.

Accordingly, Zerodha Mutual Fund now has two sponsors (i) Zerodha Broking Limited; and (ii) CASE; each acting as a Co-Sponsor.

Trustee Board is also requested to note that in view of the induction of CASE as Co-Sponsor, and in order that the AMC Company's name to reflect its revised sponsor structure the AMC Board vide circular resolution dated September 10, 2026 had considered and approved name change of AMC from **“Zerodha Asset Management Private Limited” to “Zerodha CASE Asset Management Private Limited”**.

Hence it is also proposed to give effect to change in the name of Trustee Company from **“Zerodha Trustee Private Limited”** to **“Zerodha CASE Trustee Private Limited”** or such other name as may be approved by the Registrar of Companies / Ministry of Corporate Affairs ("RoC/MCA").

None of the Directors, Key Managerial Personnel and relatives thereof are concerned or interested either financially or otherwise in this resolution. The Board recommends the Special Resolution set out at Item No. 1 for the approval of Members.

By Order of the Board
For Zerodha Trustee Private Limited

Sd/-
VASANTH KAMATH
DIN: 07214307
Director

Place: Bengaluru
Date: September 17, 2026

Zerodha Trustee Private Limited
(CIN: U67100KA2021PTC155537)
Registered Office: IndiQube Penta, No. 51, 2nd Floor
Richmond Road, Bengaluru - 560025
Email: secretarial@zerodhafundhouse.com

Form No. MGT-11

FORM OF PROXY

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

Venue of the Meeting;

Date and time:

Name	
Registered Address	
Email ID	
Folio No./ Client ID & ID:	

I, ________________ being a member of Zerodha Trustee Private Limited hereby appoint the following as my Proxy to attend and vote for (me and on my behalf at the Annual General Meeting of the Company to be held on .... and at any adjournment thereof) in respect of such resolutions as are indicated below;

1. Mr./Ms. _________________________ (Name & Signature of the Proxy) Registered address ________________ Email _______________________Signature __________________________

2. Mr./Ms. _________________________ (Name & Signature of the Proxy) Registered address ________________ Email _______________________Signature __________________________

I direct my Proxy to vote on the Resolutions in the manner as indicated below:

Sr. No	Resolution	Number of Shares	For	Against
1.	To consider and approve the Name Change of the			

	Company and consequently approve the alteration of Memorandum of Association (MoA) & Articles of Association (AoA) of the Trustee Company			

Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write “Abstain” across the boxes against the Resolution.

Signature of Member

Affix One Rupee Revenue Stamp

Signed this _____________ day of ____________ 2026

Notes**:**

1. The Proxy to be effective should be deposited at the registered office of the Company at least Forty-Eight Hours before the commencement of the Meeting.
2. A Proxy need not be a Member of the Company.
3. The form of Proxy confers authority to demand or join in demanding a poll.
4. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
5. In case a member wishes his votes to be used differently, he/she should indicate the number of shares under the columns “For” or “Against” as appropriate.

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Zerodha Trustee Private Limited
(CIN: U67100KA2021PTC155537)
Registered Office: IndiQube Penta, No. 51, 2nd Floor
Richmond Road, Bengaluru - 560025
Email: secretarial@zerodhafundhouse.com

Attendance Slip
(To be handed over at the entrance of the Meeting hall)

Registered Folio No./ DP ID/Client ID	
Name of the Member(s)	
Address	
Joint Holder 1	
Joint Holder 2	

I hereby record my presence at the (1st) Extra Ordinary General Meeting of Zerodha Trustee Private Limited at 153, 154, 4th Cross Road, JP Nagar 4th Phase, Dollars Colony, Phase-4, Bengaluru - 560078.

Full name of the Member (in BLOCK LETTERS) ___________________________

Full name of the Proxy (in BLOCK LETTERS) ______________________________

Member's/Proxy's Signature ____

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ROUTE MAP OF THE VENUE OF MEETING