SOBHAGYA MERCANTILE LIMITED

To,
BSE Limited
The Corporate Relationship Department
P.J. Towers, 1st Floor,
Dalal Street, Mumbai – 400 001

Date:18th November, 2026

Subject: - Notice of the Extra-Ordinary General Meeting.

Scrip Code: 512014 (SOBHAGYA MERCANTILE LTD.)

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed herewith the Notice dated 13th November, 2026 convening the Extra-Ordinary General Meeting ("EGM") of the members of the Company, to be held on **Friday, 11th December, 2026 at 11:30 a.m**. (IST) through Video Conferencing or Other Audio Visual Means ("VC/OAVM"), seeking approval of the members in respect of the resolution set out in the Notice of EGM.

The said Notice of EGM has been sent through electronic mode to all its members whose email addresses are registered with the Company/Registrar and Share Transfer Agent/ Depository Participants/ Depositories.

The said Notice is also available on the website of the Company at www.sobhagyaltd.com. and on the website of NSDL at www.evoting.nsdl.com.

The e-voting details are mentioned below:

Cut-off date (for determining members eligible for e-voting)	**Friday, 04th December, 2026**
Remote e-Voting start date and time	**Tuesday, 08th December, 2026 at 09:00 a.m. (IST)**
Remote e-Voting end date and time	**Thursday, 10th December, 2026 at 5:00 p.m. (IST)**

Kindly acknowledge and take the same on records.

Thanking You,
Yours faithfully

For Sobhagya Mercantile Limited

Shrikant Mitesh Bhangdiya

Digitally signed by Shrikant Mitesh Bhangdiya
DN: c=IN, o=Personal, title=6917, pseudonym=80zgtcab3ki6xnf2wedvhm5l4sr197qy, 2.5.4.20=1df5c197c66f143b5ec23b6ff6d820ee2dc9406054b3ab550ae5213d582dd06c, postalCode=440012, st=Maharashtra, serialNumber=5d9e0a7427e258d928753f6f2dd3f35d97e8f4192305e1d47303181093fe472e, cn=Shrikant Mitesh Bhangdiya
Date: 2026.11.18 14:38:10 +05'30'

Shrikant Mitesh Bhangdiya
Managing Director
(DIN-02628216)

Encl.: As above

SOBHAGYA MERCANTILE LIMITED
CIN: L45100MH1983PLC031671
Registered Office: U.N.- 1916, 19th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel, Delisle Road, Mumbai - 400013, Maharashtra, India
Tel: 022-45694785
Email: sobhagyamercantile9@gmail.com **Website:** www.sobhagyaltd.com

NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING ("EGM") OF THE MEMBERS OF SOBHAGYA MERCANTILE LIMITED WILL BE HELD ON FRIDAY, 11TH DECEMBER, 2026 THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM) AT 11.30 A.M.TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS:

Item No. 1: **Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company.**

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and 64, and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder and in accordance with the provisions of the Articles of Association of the Company and as approved by the Board of Directors, consent of the Members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from the present Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 15,00,00,000 (Fifteen Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each ranking pari-passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

"V. The Authorised Share Capital of the Company is Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 15,00,00,000 (Fifteen Crores Only) Equity Shares of Rs. 10/- (Rupees Ten only) each. The Company has the power from time to time to increase or reduce its Capital and to divide the shares in the Capital for the time being into other classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights privileges or conditions or restrictions in such manner as may for the time being be permitted by the Articles of Association of the Company or the legislative provisions for the time being in force in that behalf."

RESOLVED FURTHER THAT the Board of Directors of the Company and /or the Company Secretary or any other officer(s) of the Company be and are hereby severally authorized to do all such act (s), deed(s) and things including all forms, documents filing with Ministry of Corporate Affairs/ Registrar of Companies, Stock Exchange or any other agency as may be necessary and incidental to give effect to the aforesaid Resolution."

Item No. 2: Issue of Bonus Equity Shares

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

"RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, ("SEBI ICDR Regulations"), the Foreign Exchange Management Act, 1999, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, and in accordance with the provisions contained in the Memorandum of Association and Articles of Association of the Company and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf), and subject to other approvals, consents, permissions, conditions and sanctions, as may be necessary, consent of the members of the Company be and is hereby accorded to the Board for capitalization of a sum not exceeding Rs. 110,49,50,000/- out of the Retained Earnings and Securities Premium Account of the Company as at 31st March, 2026, as may be considered appropriate by the Board, for the purpose of the issue and allotment of bonus equity shares of Rs. 10/- each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board ("Record date"), in the proportion of 10 (Ten) equity shares of Rs.10/- each, for every 1 (One) existing equity share of Rs. 10/- each held by the Members.

RESOLVED FURTHER THAT the new equity shares of Rs. 10/- (Rupees Ten only) each to be allotted as Bonus Shares shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company, SEBI ICDR Regulations and shall rank pari passu with the existing fully paid-up equity shares of the Company in all respects and shall be entitled to participate in full in any dividends and any other corporate action declared after the new equity shares are allotted and no allotment letters shall be issued to the allottees of the bonus shares.

RESOLVED FURTHER THAT the Bonus Equity Shares to be issued shall be credited in the electronic form in the Demat accounts of the shareholders holding shares in the dematerialized form on the Record Date and the Bonus Equity Shares to be issued to the shareholders holding their shares in Physical form shall be credited to the Suspense Escrow Demat Account of the Company and on providing the details of Demat account, such Bonus Equity Shares shall be credited to the concerned Demat account of the shareholder, in terms of applicable regulations, rules, guidelines and Circulars as may be issued from time to time in this regard.

RESOLVED FURTHER THAT the members of the Company do hereby take note that the Company has 6,50,500 (Six Lakhs Fifty Thousand Five Hundred) outstanding convertible warrants as on the date of this resolution, which are convertible into equity shares of the Company in accordance with the terms and conditions of their respective issue and applicable laws.

RESOLVED FURTHER THAT the issue price, exercise price, and total number of underlying equity shares convertible against the said outstanding warrants shall remain completely unadjusted and unaffected by this bonus issue.

RESOLVED FURTHER THAT pursuant to Regulation 294 (1) and 294 (2) of the SEBI (ICDR) Regulations, 2018, consent of the members be and is hereby accorded to reserve such additional bonus equity shares as may be required for the holders of 6,50,500 outstanding convertible warrants, upon conversion of such warrants into equity shares, in the same proportion and on the same terms as applicable to the existing shareholders of the Company pursuant to the aforesaid bonus issue.

RESOLVED FURTHER THAT consent of the members be and is hereby accorded that the bonus equity shares so reserved shall be issued and allotted to the respective warrant holders only upon conversion of the

outstanding warrants into equity shares, in accordance with the terms and conditions of the warrants and applicable provisions of the SEBI ICDR Regulations, 2018, and such warrant holders shall be entitled to receive the benefit of the bonus issue in the same proportion and on the same terms as applicable to the existing shareholders of the Company.

RESOLVED FURTHER THAT the reservation of the aforesaid bonus equity shares shall not confer any present right to receive or claim such bonus equity shares upon the holders merely by virtue of their holding the warrants, and the entitlement to such reserved bonus equity shares shall arise only upon conversion of the warrants into equity shares in accordance with applicable law.

RESOLVED FURTHER THAT the issue and allotment of the said bonus equity shares to the extent that they relate to Non-Resident Indians (NRIs) Members, Foreign Portfolio Investors, Foreign Nationals, Foreign Corporate Bodies (including Overseas Corporate Bodies), Persons of Indian Origin and other Foreign Investors of the Company, shall be subject to the applicable regulations under the Foreign Exchange Management Act, 1999 or Reserve Bank of India or approval of any other Regulatory/ Statutory authorities, as may be necessary or applicable.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of the Bonus Shares on the Stock Exchange where the Equity Shares of the Company are listed, in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board of Directors of the Company and /or the Company Secretary or any other officer(s) of the Company be and are hereby severally authorized to do all such acts, deeds, matters, and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary, expedient or incidental in this regard including but without limitation to fixation of record date, file any documents with the SEBI, Stock Exchange(s) where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or Concerned Authorities, applying and seeking necessary listing and trading approvals from the Stock Exchange(s), and to settle any question, difficulty or doubt that may arise in regard thereto, as it may in its sole and absolute discretion deem fit and to delegate all or any of its powers herein conferred to any Committee(s)/Director(s)/ Officer(s) of the Company."

By Order of the Board of Directors
For Sobhagya Mercantile Limited

Sd/-
Shalinee Singh
Company Secretary
Membership No.: A59815

Date: 13th November, 2026
Place: Mumbai

Registered Office: U.N.- 1916, 19th Floor, One Lodha Place,
Senapati Bapat Marg, Lower Parel, Delisle Road,
Mumbai - 400013, Maharashtra, India
CIN: L45100MH1983PLC031671
Website: www.sobhagyaltd.com
Email - sobhagyamercantile9@gmail.com

NOTES:

1. Pursuant to the General Circular No. 03/2025 dated 22nd September, 2025 ("MCA Circulars") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time and applicable circulars issued by the Securities and Exchange Board of India ("SEBI Circulars"), companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM on **Friday, 11th December, 2026** at **11:30 a.m. (IST**). The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company **situated at U.N. 1916 19th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel, Delisle Road, Mumbai - 400013, Maharashtra, India**.

2. Pursuant to the Circular No. 14/2020 dated 08th April, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.

3.The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, as amended ("the Act"), setting out the material facts concerning the business with respect to Item Nos. 1 to 2 of this Notice is annexed hereto and forms part of this Notice.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings ("SS-2") issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has engaged the services of National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs ("MCA") Circular No. 17/2020 dated 13th April, 2020, the Notice calling the EGM has been uploaded on the website of the Company at **www.sobhagyaltd.com**. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at **www.bseindia.com** and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. **www.evoting.nsdl.com.**

8. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

9. Since the EGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

10. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company shall remain closed from **Saturday, 5th December, 2026 to Friday, 11th December, 2026 (both days inclusive).**

11**.** In compliance with the MCA Circulars and the SEBI Circulars, the Notice of EGM is being sent only through electronic mode to all those Members whose email addresses are registered either with the Company or the Registrar & Share Transfer Agent ("RTA") of the Company (Purva Sharegistry (India) Private Limited) or their respective Depository Participants as on **Friday, 4th December, 2026** (i.e., "Cut-off Date"). The members holding shares in dematerialized mode are requested to register / update their KYC details including email address with their respective depository through their Depository Participant(s). The members holding shares in physical form are requested to register / update their KYC details including email address by writing to the Company's Registrar & Share Transfer Agent, M/s. Purva Sharegistry (India) Private Limited at **support@purvashare.com.**

12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant(s) (DPs) in case the shares are held by them in electronic form and to Registrar and Share Transfer Agent in case the shares are held by them in physical form.

13**.** The remote e-voting period shall commence on **Tuesday, 8th December, 2026 at 09:00 a.m**. **(IST)** and shall end on **Thursday, 10th December, 2026 at 5:00 p.m. (IST).** During this period, the Members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e**. Friday, 4th December, 2026** may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

14. The voting rights of eligible members shall be in proportion to their share(s) of the paid-up equity share capital of the Company as on **Friday, 4th December, 2026** i.e., Cut-off Date. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-off date shall be eligible to cast their votes. Any person who is not a Member of the Company as on the Cut-off date should treat the Notice for information purpose only.

15. Once the vote on a resolution is casted by the Member, he/she shall not be allowed to change it subsequently or cast the vote again

16. Corporate Members (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative for the purpose of voting through remote e-voting, for participation in the EGM through VC/OAVM facility and e-voting during the EGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to **team@pdts.co.in** with a copy marked to **sobhagyamercantile9@gmail.com.**

17. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.

18. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by all participants in the securities market. Members holding shares in DEMAT form are, therefore, requested to furnish/update their PAN and other applicable KYC details to their respective Depository Participants with whom they have DEMAT accounts. Members holding shares in physical form are requested to furnish/update their PAN (linked with Aadhaar), contact details, bank account details, specimen signature and other applicable KYC details with the Company's Registrar and Share Transfer Agent (RTA) (M/s. Purva Sharegistry (India) Private Limited), in accordance with the applicable SEBI circulars, as amended from time to time.

19. Members holding shares in the same name under different ledger folios are requested to apply for consolidation of such folios and send the relevant share certificates to M/s. Purva Sharegistry (India) Private Limited, Share Transfer Agent of the Company for doing the needful.

20. The Members who would like to express their views/have questions may send their questions in advance at least 7 days before the EGM mentioning their name, demat account number/folio number, email id, mobile number at sobhagyamercantile9@gmail.com. The same will be replied by the company suitably.

21.The Board of Directors of the Company has appointed M/s PDTS & Associates, Company Secretaries (Firm Registration No. P2025MH104400), as a Scrutinizer ("Scrutinizer") to scrutinize the e-voting during the EGM and remote e-voting process in a fair and transparent manner.

The Scrutinizer, after scrutinizing e-voting during the EGM and remote e-voting, will, not later than two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman or any person/ director authorized by him. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company at **www.sobhagyaltd.com**. The results shall simultaneously be communicated to the Stock Exchange.

22. All the relevant documents referred to in the accompanying Notice and Explanatory Statement will be available for inspection through electronic mode by the members up to the date of EGM. Members who seek to inspect such documents can send an email to **sobhagyamercantile9@gmail.com** by mentioning name and Folio number/DP ID and Client ID.

23. In accordance with Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, any fresh transfer, transmission or transposition requests for securities shall be processed in demat/electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialization.

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

The remote e-voting period begins on Tuesday, 8th December, 2026 at 09:00 A.M. and ends on Thursday, 10th December, 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. Friday, 4th December, 2026, 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, 4th December, 2026.

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:

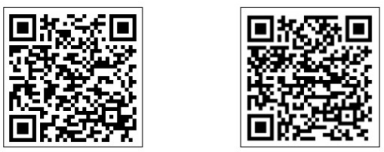
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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. 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 or joining virtual meeting & voting during the meeting. 2. 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. 3. 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 4. 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 or joining virtual meeting & voting during the meeting. 5. 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 or joining virtual meeting & voting during the meeting. 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 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.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 e-Voting and joining virtual meeting 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 and join General Meeting on NSDL e-Voting system.

How to 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.
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. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join 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 **team@pdts.co.in** 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 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 **sobhagyamercantile9@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 **sobhagyamercantile9@gmail.com.** If you are an Individual shareholder 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 and joining virtual meeting 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at **sobhagyamercantile9@gmail.com**.The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions during the meeting may pre-register themselves as a speaker by sending their request in **advance at least 7 days prior** to meeting mentioning their name, DP ID and Client ID /folio number, PAN, email id, mobile number at Company's registered email id i.e. **sobhagyamercantile9@gmail.com**. Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("The Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 1: Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company

The Current Authorized Capital of the Company is Rs. 20,00,00,000/- and the Paid-up Share Capital of the Company is Rs. 10,39,90,000/. Your Board at its meeting held on 13th November, 2026 subject to the approval of the shareholders, and receipt of such other statutory/regulatory approvals, as may be required, has proposed to increase the Authorized Share Capital of the Company from Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 15,00,00,000 (Fifteen Crores Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

The proposed increase of Authorized Share Capital of the Company requires approval of the Members at a General Meeting. Consequent upon the increase in Authorized Share Capital of the Company, Capital Clause of the Memorandum of Association of the Company will require alteration so as to reflect the increase in the Authorized Share Capital. A draft copy of the Memorandum of Association of the Company along with the proposed amendments is available for inspection by the members at the Registered Office of the Company during normal business/office hours on any working days of the Company from the date of dispatch/ email of the EGM Notice till 11th December, 2026.

None of the Director(s), Key Managerial Personnel and their relatives is, in any way, concerned or interested, financially or otherwise, in the above referred resolutions except to the extent of their shareholding.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in **Item No. 1** of this Notice for the approval of the Members by way of passing an Ordinary Resolution.

Item No. 2: Issue of Bonus Equity Shares

The Equity Shares of your Company are listed and actively traded on BSE Limited ("BSE"). The Company has grown multifold and performed significantly well over the period.

With a view to rewarding the existing shareholders, encouraging the participation of small investors by increasing the liquidity of the Equity Shares and to expand the retail shareholders' base, the Board of Directors, at their meeting held on November 13, 2026, considered, approved and recommended issue of shares by increasing the Issued, Subscribed and Paid-up Share Capital of the Company to a sum of Rs. 121,54,45,000/- /-(assuming full conversion of the 6,50,500 outstanding warrants into equity shares and allotment of the reserved bonus equity shares) -after capitalizing a sum not exceeding Rs. 110,49,50,000/- (including Rs. 6,50,50,000/- for the bonus equity shares to be reserved for the warrant holders) from the Retained Earnings and Securities Premium Account as appropriate, as per the Audited Financial Statements of the Company for the period ended March 31, 2026 by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares. The capitalization of Retained Earnings and Securities Premium Account requires members' approval as per the Articles of Association of the Company. In terms of Regulation 295(1) of the SEBI (ICDR) Regulations 2018, the bonus issue shall be implemented within two months from the date of the Board meeting held on 13th November, 2026.

The bonus issue of Equity Shares will be subject to the approval of Members and other approvals, consents, permissions, conditions and sanctions, as may be necessary. The fully-paid Bonus Shares shall be distributed to the Members whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the NSDL and CDSL in the ratio of 10 (Ten) Equity Shares of Rs. 10/- each for every 1 (One) fully paid Equity Shares of Rs. 10/- each held as on a Record date decided for this purpose.

Members are requested to note that in terms of SEBI ICDR Regulations, the new Equity Shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only. Accordingly, with respect to the Bonus Equity Shares to be issued to the shareholders holding their shares in Physical form shall be credited to the Suspense Escrow Demat Account of the Company and on providing the details of Demat account, such Bonus Equity Shares shall be credited to the concerned Demat account of the shareholder.

The Bonus Equity Shares, once allotted, shall rank pari-passu in all respects and carry the same rights as the existing Equity Shares and holders of the Bonus Equity Shares shall be entitled to participate in full in any dividend and other corporate action, recommended and declared after the new Equity Shares are allotted.

Outstanding Warrants and Reservation of Bonus Equity Shares

As on the date of this notice, the Company has 6,50,500 outstanding convertible warrants. The outstanding warrants may change on record date fixed for the purpose.

As per Regulation 294(1) and 294(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, when a company issues bonus shares, it must make reservation of equity shares for holders of outstanding convertible warrants who may convert their warrants into equity shares on or before December 02, 2027.

Accordingly, the Company proposes to reserve such number of bonus equity shares as would be required for the holders of the aforesaid 6,50,500 outstanding warrants upon conversion of such warrants into equity shares, in the same proportion and on the same terms as applicable to the existing shareholders of the Company. The reserved bonus equity shares shall be allotted to the respective warrant holders only upon conversion of the warrants into equity shares, in accordance with the applicable provisions of the SEBI ICDR Regulations.

Accordingly, the Pre Bonus and Post Bonus shareholding pattern shall be as follows:

Category	**Pre Bonus**		**Post Bonus**		**Post Bonus** ***(assuming full conversion of 6,50,500 outstanding warrants into equivalent number of equity shares and allotment of Bonus Shares)***	
	No. of Equity Shares	**%**	**No. of Equity Shares**	**%**	**No. of Equity Shares**	**%**
Promoter/ Promoter Group	62,99,919	60.58	6,92,99,109	60.58	6,92,99,109	57.02
Non Promoter	40,99,081	39.42	4,50,89,891	39.42	5,22,45,391	42.98
Total	**1,03,99,000**	**100.00**	**11,43,89,000**	**100.00**	**12,15,44,500**	**100.00**

None of the Directors, Key Managerial Personnel or their relatives are directly or indirectly concerned or interested in the resolutions at Item No. 2 of the Notice except to the extent of their shareholding and shares which may be allotted to them as part of this bonus issue.

Accordingly, the Board of Directors of your Company recommend the Resolution set out in Item No. 2 of this Notice for the approval of the Members by way of passing an Ordinary Resolution.

By Order of the Board of Directors
For Sobhagya Mercantile Limited

Sd/-
Shalinee Singh
Company Secretary
Membership No.: A59815

Date: 13th November, 2026
Place: Mumbai

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Senapati Bapat Marg, Lower Parel, Delisle Road,
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