MEGRI SOFT LIMITED
SCO 80 Sector 47-D Chandigarh 160047
Ph. : +91-172- 2631550
Cell : +91-9501168822, 9501168855
Email: legal@megrisoft.com
Website: www.megrisoft.com
CIN: L72200CH1992PLC011996

To

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400 001 Email Id: corp.compliance@bseindia.com Scrip Code: 539012	Head- Listing & Compliance Metropolitan Stock Exchange of India Ltd. 205(A), 2nd floor, Piramal Agastya Corporate Park, Kamani junction, LBS Road, Kurla(West),Mumbai – 400070 Email Id: listingcompliance@msei.in Symbol: MEGRISOFT

Subject: Notice of the 35th Annual General Meeting ("AGM")

Dear Sir/Madam,

We hereby wish to inform you that the 35th Annual General Meeting ("AGM") of the Members of Megri Soft Limited ("the Company") will be held on **Wednesday, September 2, 2026, at 02:30 P.M. (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed a copy of the Notice dated August 3, 2026, convening the 35th AGM of the Company.

In accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice of the AGM, together with the Annual Report for the financial year 2025-26, are being sent through electronic mode to those Members whose email addresses are registered with the Company, the Registrar and Share Transfer Agent ("RTA") or their respective Depository Participants.

Further, in compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, letters are being dispatched to those Members whose email addresses are not registered with the Company, its RTA or their respective Depository Participants, providing the web-link, including the exact path from where the Annual Report for the financial year 2025-26, together with the Notice of the 35th AGM, can be accessed on the Company's website.

The Notice of the 35th AGM and the Annual Report for the financial year 2025-26 have also been made available on the Company's website at the following links:

Notice of AGM: https://www.megrisoft.com/pdfs/agm-notice-2026.pdf
Annual Report 2025-26: https://www.megrisoft.com/pdfs/annual-report-2025-26.pdf

Kindly take the above on record and disseminate the same to all concerned.

Thanking you,

Yours faithfully,
For Megri Soft Limited
Saloni
Digitally signed by Saloni
Date: 2026.08.03 18:40:11 +05'30'
(Saloni Garg)
Company Secretary & Compliance Officer
M. No.: A33867

Date: August 3, 2026
Place: Chandigarh

Encl: Notice of AGM

MEGRI SOFT LIMITED

CIN: L72200CH1992PLC011996
Regd. Office: SCO 80, Sector 47-D, Chandigarh-160047
Tel No.: 0172-2631550**, Fax No.:** 0172-2631561
Website: www.megrisoft.com**, E-mail:** legal@megrisoft.com

NOTICE

NOTICE is hereby given that the **35th (Thirty-fifth) Annual General Meeting ('AGM')** of the members of Megri Soft Limited (the 'Company') will be held on **Wednesday, September 2, 2026, at 02:30 P.M. (IST**) through Video Conferencing (**"VC"**)/Other Audio Visual Means (**"OAVM")**, organized by the Company to transact the following business. The venue of the Meeting shall be deemed to be the Registered Office of the Company situated at SCO 80, Sector 47-D, Chandigarh 160047, and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business.

ORDINARY BUSINESS:

1. To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

   a. "**RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
   b. "**RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint a Director in place of Ms Aprajita Kohli (DIN: 02489600), who retires by rotation and, being eligible, offers herself for re-appointment, and, in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Ms. Aprajita Kohli (DIN: 02489600), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Place: Chandigarh
Date: August 03, 2026

By order of the Board of Directors

Registered Office:
SCO 80, Sector 47- D
Chandigarh 160047
CIN: L72200CH1992PLC011996
Website: www.megrisoft.com
Email: legal@megrisoft.com
Tel.: 91-172-2631550

(Saloni Garg)
Membership No. **A33867**
Company Secretary and Compliance Officer

Notes:

1. The details of Ms Aprajita Kohli, who is seeking re-appointment under Item No. 2 of this Notice, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 on General Meetings, are annexed to this Notice.

2. The Members may note that, in compliance with the applicable provisions of the Companies Act, 2013, read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and the subsequent circulars issued by the Ministry of Corporate Affairs in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as the "MCA Circulars"), and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 35th Annual General Meeting ("AGM") of the Company is being held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.

3. The Notice convening the 35th AGM, together with the Annual Report of the Company for the financial year 2025–26, is being sent through electronic mode to those Members whose email addresses are registered with the Company, the Registrar and Share Transfer Agent ("RTA") or the Depository Participants. A physical copy of the Annual Report will be provided to any Member upon request. The Notice of the 35th AGM and the Annual Report for the financial year 2025–26 will also be available on the Company's website at www.megrisoft.com and on the websites of BSE Limited at www.bseindia.com and the Metropolitan Stock Exchange of India Limited at www.msei.in. The Notice of the 35th AGM will also be available on the website of Central Depository Services (India) Limited ("CDSL"), the agency providing the remote e-voting and VC/OAVM facility, at www.evotingindia.com. Further, pursuant to Regulation 36(1)(b) of the SEBI Listing Regulations, a letter containing the web link, including the exact path through which the complete Annual Report for the financial year 2025–26 can be accessed, is being sent to those Members whose email addresses are not registered with the Company, the RTA or the Depository Participants.

4. The Company has enabled its members to participate in the AGM through the VC/OAVM facility provided by Central Depository Services (India) Limited ('CDSL'). The detailed instructions for participation are provided in the subsequent paragraphs. The facility for joining the AGM through VC/OAVM shall be available at least 15 minutes before the scheduled time of the AGM and shall remain available until 15 minutes after its commencement.

5. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on the Member's behalf. Since the AGM is being held through VC/OAVM and the physical attendance of Members has been dispensed with, the facility for appointment of proxies will not be available for the AGM. Accordingly, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

6. Corporate Members (i.e., Members other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of the certified Board Resolution/Governing Body Resolution/Authorisation Letter, as applicable, authorizing their representative to attend the 35th AGM through VC/OAVM and to vote on their behalf through remote e-voting and e-voting during the AGM. The same shall be sent to the Company at legal@megrisoft.com and to the Scrutinizer at cavikaswasson@gmail.com, with a copy marked to helpdesk.evoting@cdslindia.com. Institutional investors are encouraged to attend and vote at the AGM through VC/OAVM.

7. The Company has provided the facility to members to exercise their right to vote by electronic means both through remote e-Voting and e-Voting during the AGM. The process of e-Voting with the necessary User ID and password is given in the subsequent paragraphs.

8. Members joining the meeting through VC/OAVM, who have not already cast their vote by means of remote e-Voting, shall be able to exercise their right to vote through e-Voting during/at the AGM. Members who have cast their vote by remote e-Voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again.

9. 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 AGM.

10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members. The Members seeking to inspect such documents can send an email to legal@megrisoft.com.

11. SEBI has mandated that securities of listed companies can be transferred only in dematerialized form w.e.f. April 1, 2019. Accordingly, the Company/RTA has stopped accepting any fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail the facility of dematerialization.

12. Members holding shares in dematerialized mode are requested to intimate all changes, if any, with respect to their bank details, mandate, nomination, power of attorney, change of address, e-mail address, change in name, etc. to their depository participant. These changes will be automatically reflected in the Company's records which will help the Company to provide efficient and better services to the members.

13. Members are requested to note that pursuant to SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, any payment, including dividend, interest or redemption payment, to holders of securities in physical form shall be made only through electronic mode upon furnishing PAN, postal address with PIN code, mobile number, bank account details and specimen signature in respect of the relevant folio. Furnishing of e-mail address and choice of nomination is optional.

    Members are requested to submit the requisite details and documents to the Company’s Registrar and Transfer Agent (“RTA”) through any one of the following modes:

    a) In-Person Verification (“IPV”): By producing the original documents before the authorised person of the RTA at M/s Beetal Financial & Computer Services Private Limited, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi–110062; Phone: 011-29961281–83; Fax: 011-29961284; E-mail: beetalrta@gmail.com. The RTA shall verify the original documents and retain copies thereof.

    b) Hard copy: By submitting dated and self-attested copies of the relevant documents at the aforesaid address.

    c) Electronic mode with e-sign: By sending scanned copies of the relevant documents, duly e-signed, from the email address registered with the Company/RTA to beetalrta@gmail.com. The subject line should read: “KYC Updation – Megri Soft Limited – Folio No. [insert folio number].”

    Members may register a nomination by submitting Form SH-13 or opt out of nomination by submitting Form ISR-3. The prescribed Forms ISR-1, ISR-2, ISR-3, ISR-4, SH-13 and SH-14 are available on the Company’s website at https://www.megrisoft.com/information-for-shareholders.

14. Members may note that SEBI has mandated listed companies to issue securities only in dematerialized form while processing service requests relating to the issue of duplicate securities certificates, claims from the Unclaimed Suspense Account, replacement, renewal or exchange of securities certificates, endorsement, subdivision or splitting of securities certificates, consolidation of securities certificates/folios, transmission, transposition and claims from the Suspense Escrow Demat Account. Accordingly, Members are requested to submit a duly completed and signed Form ISR-4 to the Company’s Registrar and Transfer Agent (“RTA”), Beetal Financial & Computer Services Private Limited. Such service requests can be processed only after the relevant folio is KYC-compliant.

    Pursuant to the SEBI Circular dated January 30, 2026, a special window has been provided for transfer and dematerialization of physical shares sold/purchased prior to April 01, 2019. Shareholders who purchased such shares and have not lodged them for transfer, or whose transfer requests have been rejected/returned/not processed due to deficiencies in documents or non-compliance with prescribed requirements, may lodge/relodge the shares during the special window period, which remains open until February 4, 2027. Eligible physical shareholders wishing to avail this facility are required to submit the requisite documents to the Company’s RTA, M/s Beetal Financial & Computer Services Private Limited, Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukh Dass Mandir, New Delhi–110062; Phone: 011-29961281-83; Fax: 011-29961284; Email: beetalrta@gmail.com.

15. SEBI has mandated that securities issued pursuant to investor service requests, including transmission and transposition, shall be issued only in dematerialized form. To eliminate the risks associated with physical securities and avail themselves of the benefits of dematerialization, Members holding shares in physical form are advised to dematerialize their shares. Members may contact the Company or its RTA for assistance in this regard.

16. Members are requested to intimate any changes relating to their name, postal address, email address, telephone/mobile number, PAN, bank mandate, nomination or power of attorney to their respective Depository Participants in case the shares are held in electronic form, or to the Company’s RTA, Beetal Financial & Computer Services Private Limited, in case the shares are held in physical form.

17. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or of staying abroad or demise of any member as soon as possible. Members are also advised not to leave their de-mat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned depository participants, and holdings should be verified.

18. Pursuant to Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may register a nomination by submitting the prescribed Form SH-13 to the Company's RTA. Members holding shares in dematerialized form may register their nomination with their respective Depository Participants.

19. Non-resident Indian Members are requested to inform the Company, its RTA or their respective Depository Participants, as the case may be, immediately of:
    a. the change in the residential status on return to India for permanent settlement.
    b. the particulars of the NRE Account with a Bank in India, if not furnished earlier

20. Procedure for Registration of Email Address

    Members whose email addresses are not registered or require updating are requested to register/update the same with their respective Depository Participants, where shares are held in dematerialised form, or with the Company's Registrar and Share Transfer Agent ("RTA"), where shares are held in physical form, by following the procedure set out below:

    Registration of email address for Members holding shares in physical form:

    Members holding equity shares of the Company in physical form may register or update their email addresses with the Company's RTA, Beetal Financial & Computer Services Private Limited, by submitting a duly completed Form ISR-1 along with the requisite supporting documents. Form ISR-1 is available on the Company's website at https://www.megrisoft.com/information-for-shareholders.

    Registration of email address for Members holding shares in dematerialised form:

    Members holding equity shares of the Company in dematerialised form are requested to register or update their email addresses with their respective Depository Participants by following the procedure prescribed by the Depository Participant.

    Members who have already registered their email addresses are requested to ensure that the same remain valid and updated in the records of their respective Depository Participants or the Company's RTA, as applicable, to facilitate the electronic delivery of communications and documents.

    In case of any queries, Members may write to the Company at legal@megrisoft.com or to the RTA at beetalrta@gmail.com.

    Registration of an email address will facilitate better and timely communication with Members and reduce the use of paper, thereby contributing to a greener environment.

    A Member may also request a physical copy of the Annual Report, including the Notice of the AGM, by writing to the Company at legal@megrisoft.com or to the RTA at beetalrta@gmail.com.

21. **Procedure for joining the AGM through VC/OAVM:**
    CDSL will provide the facility for voting through Remote E-Voting, for participation in the 35th AGM through VC/OAVM facility and E-Voting during the 35th AGM.

    Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on a 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 respective Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee, Auditors, etc. who are allowed to attend the AGM without restriction on account of a first-come, first-served basis.

    Procedure to raise questions/seek clarifications with respect to Annual Report at the 35th AGM:

    Members can submit their questions in advance from their registered e-mail address, mentioning their Name, DP ID and Client ID Number/Folio Number and Mobile Number, so as to reach the Company's e-mail address at **legal@megrisoft.com** at least **seven days** before the commencement of the AGM, i.e., **by August 26, 2026, 2:30 P.M. (IST)**. Such questions received from the Members shall be suitably replied to by the Company during the AGM.

    Members who wish to ask questions during the AGM are requested to register themselves as a speaker by sending their request from their registered e-mail address, mentioning their Name, DP ID and Client ID Number/Folio Number and Mobile Number. The request should reach the Company's e-mail address at **legal@megrisoft.com** at least **seven days** before the commencement of the AGM, i.e., **by August 26, 2026, 2:30 P.M. (IST)**. Only those Members who have registered themselves as speakers will be allowed to express their views or ask questions during the AGM.

The Company reserves the right to restrict the number of questions and the number of speakers, depending upon the availability of time for the AGM.

22. Voting through electronic means:

All the shareholders of the Company, including retail individual investors, institutional investors, etc., are encouraged to attend and vote in the AGM to be held through VC/OAVM.

I. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) and the Circulars, members are provided with the facility to cast their votes by electronic means through the Remote E-Voting platform provided by the CDSL. The Remote E-Voting period will commence on Saturday, August 29, 2026, at 09:00 A.M. IST and will end on Tuesday, September 1, 2026, at 05:00 P.M. IST. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, August 26, 2026, may cast their vote through Remote E-Voting. The Remote E-Voting module will be disabled by CDSL for voting thereafter. The voting shall not be allowed beyond the said date and time. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The manner of Remote E-Voting by members is provided in the 'Instructions for Remote E-Voting' section which forms part of this Notice.

II. You can also update your mobile number and e-mail address in the user profile details of the folio, which may be used for sending future communication(s).

III. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, i.e. Wednesday, 26 August 2026. A person who is not a Member as on the cut-off date shall treat this Notice for information purposes only.

IV. Members who have cast their votes by Remote E-Voting prior to the AGM may also attend/participate in the AGM through VC/OAVM, but they shall not be entitled to cast their vote again in the AGM.

V. The Scrutinizer shall, immediately after the conclusion of e-voting at the 35th AGM, unblock the votes cast through remote e-voting and e-voting during the AGM and prepare a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, not later than two working days in terms of the Listing Regulations or three days in terms of the Act, whichever is earlier, from the conclusion of the 35th AGM. The Report shall be submitted to the Chairman of the Company or any other Director/person duly authorized by him in writing, who shall countersign the same and declare the voting results forthwith.

23. Any person who acquires shares of the Company and becomes a Member after the dispatch of the Notice of the AGM but holds shares as on the cut-off date, i.e., Wednesday, August 26, 2026, may obtain the User ID and password by sending a request to legal@megrisoft.com and thereafter follow the remote e-voting instructions provided in this Notice.

24. The Company has appointed Mr. Vikas Wasson (Membership No. 530011), Proprietor of M/s Vikas Wasson and Associates, Chartered Accountants (Firm Registration No. 026171N), H. No. 1945/8, Street No. 8, Preet Colony, Opp. Civil Hospital Road, Ropar, Punjab–140001, as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.

25. The Chairman shall, at the AGM, after the discussion on the resolutions on which voting is to be held, allow voting, with the assistance of the Scrutinizer, through the e-voting facility for all those Members who are attending the AGM through VC/OAVM but have not cast their votes through remote e-voting.

26. The results shall be declared within two working days from the conclusion of the AGM. The results declared, along with the consolidated Scrutinizer's Report, shall be placed on the Company's website at www.megrisoft.com and on the website of CDSL at www.evotingindia.com and shall also be communicated to the Stock Exchanges.

27. The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, August 27, 2026 to Wednesday, September 2, 2026 (both days inclusive).

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

Step 1: Access through the Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The remote e-voting period commences on **Saturday, August 29, 2026, at 09:00 A.M. (IST)** and ends on **Tuesday, September 01, 2026, at 05:00 P.M. (IST).** During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the **cut-off date, Wednesday, August 26, 2026**, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL thereafter

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through the Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 & My Easi New (Token) 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 with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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 above mentioned website.

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

Login type	Helpdesk details
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
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website https://www.evotingindia.com
2) Click on "Shareholders" module.
3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alphanumeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) ● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. ● If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the **EVSN 260728022** for the relevant **Megri Soft Limited** on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; legal@megrisoft.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **seven days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at legal@megrisoft.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **seven days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at legal@megrisoft.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders, please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), Aadhaar (self attested scanned copy of Aadhaar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP).**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending the AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact the toll-free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Annexure To The Notice

Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings (SS-2), the following information is furnished in respect of the Director seeking re-appointment at the Annual General Meeting.

Name of the Director	Ms. Aprajita Kohli
Director Identification Number (DIN)	02489600
Category / Designation	Non-Executive Director and Woman Director
Date of Birth	October 25, 1990
Age in years	35 Years
Date of First Appointment on Board	September 30, 2009
Relationship with Directors and Key Managerial Personnel	Relative (Daughter) of Mr. Mohnesh Kohli, Non-Executive Director
Qualification(s)	Graduate in Journalism and Public Relations; Advanced Course in Information Technology; and MBA in International Business from the University of Greenwich, London.
Experience (including expertise in specific functional area) / Brief Resume	Experience in information technology, digital marketing, web development, content marketing and digital public relations.
Terms and conditions of re-appointment, including remuneration	Proposed to be re-appointed as a Non-Executive Director, liable to retire by rotation. She shall be entitled to sitting fees for attending meetings of the Board and its Committees, if applicable, as may be approved by the Board from time to time.
Remuneration last drawn as Director, including sitting fees	Nil from Megri Soft Limited. She received remuneration of ₹10.26 lakh from Megrisoft Limited, UK, a foreign subsidiary of the Company, during the financial year 2025–26.
Number of meetings of the Board attended during the financial year 2025-26	4
Number of Shares held in the Company as on March 31, 2026 including shareholding as a beneficial owner	1,93,000 equity shares
Directorships held in other companies as on March 31, 2026	• Megrisoft Limited, United Kingdom • Maison Neena Limited, United Kingdom
Chairmanships/Memberships of Committees in other listed companies as on March 31, 2026	NIL
Listed entities from which the Director has resigned during the past three years	NIL

Place: Chandigarh
Date: August 03, 2026

By order of the Board of Directors

Registered Office:
SCO 80, Sector 47-D
Chandigarh 160047
CIN:L72200CH1992PLC011996
Website: www.megrisoft.com
Email: legal@megrisoft.com
Tel.: 91-172-2631550

(Saloni Garg)
Membership No. **A33867**
Company Secretary and Compliance Officer