Ref No.: NACL/03/AUG/2026-27 August 18, 2026

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 **Scrip Code: 544260**	To, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 **Scrip Symbol: NORTHARC**

Sub.: Proceedings of the 18th Annual General Meeting of the Company

Ref.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby submit the proceedings of the 18th Annual General Meeting of the Company held on Tuesday, August 18, 2026, at 11:30 A.M. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") facility provided by National Securities Depository Services Limited ('NSDL') as per the guidelines of Ministry of Corporate Affairs and in compliance with the applicable provisions of the Companies Act, 2013, rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For Northern Arc Capital Limited

PRAKASH CHANDRA PANDA

Digitally signed by PRAKASH CHANDRA PANDA
Date: 2026.08.18 13:11:00 +05'30'

Prakash Chandra Panda
Company Secretary & Compliance Officer

Encl: Proceedings of 18th AGM of the Company

PROCEEDINGS OF 18th ANNUAL GENERAL MEETING OF NORTHERN ARC CAPITAL LIMITED

The 18th Annual General Meeting (AGM) of the members of the Northern Arc Capital Limited ("the Company") was held on Tuesday, August 18, 2026, at 11.30 A.M. ("IST") through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The number of shareholders as on the cut-off date i.e., August 12, 2026, was 89,746. Out of which 47 shareholders have attended the AGM.

Mr. P.S. Jayakumar, Chairman of the Company and Independent Director chaired the meeting and welcomed all the shareholders, representatives, invitees and Directors present at the Meeting. Requisite quorum being present, Chairman called the Meeting to order.

The Chairman after introducing himself, introduced all the Directors who were present at the meeting as detailed below:

Directors present through video conferencing			
S. No.	**Name of the Director**	**Category**	**Chairmanship of Committee(s)**
1.	Mr. P.S. Jayakumar	Chairman of the Company and Independent Director	Nil
2.	Mr. Ashish Mehrotra	Managing Director and CEO	Chairman of Willful Defaulters Review Committee
3.	Ms. Anuradha Rao	Non-Independent Non-executive Director	Nil
4.	Mr. Ashutosh Arvind Pednekar	Independent Director	Chairman of Audit Committee, Corporate Social Responsibility Committee & ESG Committee
5.	Mr. Michael Jude Fernandes	Non-executive Nominee Director	Nil
6.	Ms. Vidya Krishnan	Independent Director	Chairperson of Nomination and Remuneration Committee, Stakeholders Relationship Committee & Risk Management Committee

Mr. Sandeep Dhar, Independent Director and Mr. Vijay Chakravarthi, Non-executive Nominee Director, were unable to attend the meeting due to unforeseen exigencies.

The representative of Statutory Auditors - M/s. Walker Chandiok & Co LLP, Chartered Accountants, and the Secretarial Auditors - M/s. Alagar & Associates LLP, were attended the meeting through video conference. Mr. N. A. Srinivasan, the Designated Partner of M/s. Genicon Legal LLP, Advocates and Advisors Firm, the Scrutinizer for the AGM were also present during the Meeting through VC.

The Chairman further informed that all feasible efforts had been made to enable members to participate through video conferencing or other audio-visual means and vote at the Annual General Meeting

The Company Secretary informed the shareholders that since the Annual General meeting of the Company was held through VC / OAVM, the facility of appointing proxies was not applicable for the meeting. He further informed that all documents referred to in the 18th AGM Notice ("Notice") pertaining to the agenda items set out in the notice / explanatory statements along with the Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements in which Directors are interested, were made available electronically for inspection.

The Company Secretary made few announcements to shareholders with respect to participation through VC/OAVM, dispatch of Notice & Annual Report through electronic mode, provision for e-voting at the AGM through NSDL platform and Question & Answer session.

Thereafter, the Chairman delivered his address and briefly highlighted the Economic overview, Company performance Commitment to ESG & CSR, Corporate Governance and outlook of the Company.

The Notice convening the 18th Annual General Meeting and the Annual Report for FY 2025-26 were taken as read. The Chairman further informed that since the Auditor's Report on the Financial Statements and Secretarial Audit Report for the financial year ended March 31, 2026, did not have any qualifications, reservations, observations, adverse remarks or disclaimer, they were also taken as read. The Chairman further informed that for the benefit of Shareholders, Company Secretary would read the agenda items put for e-Voting in the AGM. Accordingly, Company Secretary read out each agenda items.

The following businesses, as set out in the Notice of the 18th AGM, were transacted through remote e-voting and e-voting during the AGM:

Item No.	Subject Matter of Resolution	Type of Resolution	Type of voting
1.	To receive, consider and adopt the audited annual standalone and consolidated financial statements of the company for the financial year ended March 31, 2026, and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote e-voting & e-voting during AGM
2.	To appoint a director in place of Mr. Vijay Nallan Chakravarthi (DIN: 08020248), who retires by rotation and being eligible offers himself for reappointment.	Ordinary Resolution	
3.	To appoint R. Subramaniyan and Company LLP (FRN: 004137S / S200041) as the Joint Statutory Auditors of the Company and fixing of remuneration.	Ordinary Resolution	
4.	To approve Creation of charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.	Special Resolution	
5.	To approve increase in borrowing powers in excess of the paid-up share capital, free reserves and securities premium of the Company pursuant to Section 180(1) (c) of the Companies Act, 2013.	Special Resolution	
6.	To approve the Offer and Issue of Non-Convertible Debentures, in one or more tranches, on a private placement basis.	Special Resolution	
7.	To approve the revision in payment of remuneration by way of commission to Mr. P S Jayakumar (DIN: 01173236) as Non-Executive Independent Director and Chairperson of the Company.	Special Resolution	

8.	To approve revision in the terms of managerial remuneration of Mr. Ashish Mehrotra (DIN: 07277318), Managing Director & Chief Executive Officer of the Company and to ratify the payment of Special Discretionary Payout.	Special Resolution	
9.	To approve Change in Mode of Implementation of Northern Arc Employee Stock Option Plan 2016 and the ESOP Schemes from Trust Route to Direct Route and amendments made thereto	Special Resolution	

The Chairman provided few instructions regarding the Question & Answers (Q & A) session before inviting the registered speaker shareholders to seek clarification or offer any comments. Out of 13 speaker shareholders registered, only 9 participated in the Q & A session and presented their views/sought clarifications. Thereafter, Mr. Ashish Mehrotra, Managing Director & CEO, responded to the queries raised by the Speaker shareholders.

Thereafter, the Chairman informed the Shareholders that the e-voting would be open for additional 15 (fifteen) minutes after the conclusion of the AGM to enable the Shareholders to cast their votes, in case they have not casted their vote in the remote e-voting before the AGM. The Chairman then thanked all the participants for attending the 18th AGM of the Company and declared the meeting as concluded.

Time of Commencement of the meeting	11:30 A.M.
Time of Conclusion of the meeting	12:24 P.M.

For Northern Arc Capital Limited

PRAKASH CHANDRA PANDA Digitally signed by PRAKASH CHANDRA PANDA Date: 2026.08.18 13:19:52 +05'30'

Prakash Chandra Panda
Company Secretary & Compliance Officer