Mefcom Capital Markets Ltd.
5thFloor, Sanchi Building, 77, Nehru Place, New Delhi-110019.
Phone: +91(11)46500500 Fax: +91(11)4650 0550
E-mail: info@mefcom.in website www.mefcom.in
CIN : L74899DL1985PLC019749

Date: 17.07.2026

To,

Department of Corporate Services,
BSE Limited
Phiroze jeejeebhoy Towers,
Dalal Street, Mumbai -400001

Scrip Code (BSE): 531176
Name of Company: Mefcom Capital Markets Limited

Subject: Intimation of Annual report under Regulation 34 of SEBI (LODR)Regulation2015

We wish to inform you that the 41st Annual General Meeting ('AGM') of the Company is scheduled to be held on Saturday, 08th August, 2026 at 12:30 P.M. (IST) at E-15, Ansal Villas, Satbari, New Delhi-110030 to transact businesses as set out in the Notice of AGM.

In pursuance to Regulation 34 of SEBI (LODR) Regulation, 2015, we hereby attach the 41st Annual Report (2025-26) of the company containing the Notice along Board Report to convene the Annual General Meeting.

The Company is providing the remote e-voting facility to its shareholders to cast their votes on the resolutions set forth in the Notice of AGM through National Securities Depository Limited (NSDL).

The remote e-voting will commence on Wednesday, 05th August 2026 at 9:00 am and ends on Friday, 07th August, 2026 at 05:00 pm. During this period, members of the Company holding shares as on Saturday, 01st August, 2026 ('cut-off date') may cast their vote electronically through remote e-voting.

We are enclosing a copy of the said Notice of AGM & Annual Report of the company for F.Y. 2025-26 for your information and records.

Above Information is also made available at Companies website https://www.mefcom.in/

You are requested to kindly take the above information on record.

Thanking You

Yours faithfully

For Mefcom Capital Markets Limited

RACHITA AGGARWAL
Digitally signed by RACHITA AGGARWAL
Date: 2026.07.17 17:45:02 +05'30'

Rachita Aggarwal
Company Secretary

MEFCOM CAPITAL MARKETS LIMITED

Registered office: Flat No.18, 5th Floor, 77, Sanchi Building,
Nehru Place, New Delhi-110019
CIN: L74899DL1985PLC019749
Tel: 91-011-46500500 **E-mail:** invest@mefcom.in

NOTICE

NOTICE is hereby given that the 41st Annual General Meeting of Mefcom Capital Markets Limited will be held on Saturday, 8th August, 2026 at 12:30 P.M. at E-15, Ansal Villas, Satbari, New Delhi-110030 to transact the following business:-

ORDINARY BUSINESS:

1. **ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026**

   To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the company for the financial year ended 31st March, 2026 and the reports of the Board of Directors and Auditors thereon.

2. **TO APPOINT A DIRECTOR IN PLACE OF MR. SAMEER RAJENDRA PUROHIT (DIN:05002079), WHO IS LIABLE TO RETIRE BY ROTATION**

   To appoint a Director in place of Ms. Sameer Rajendra Purohit (DIN:05002079), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **TO CONSIDER AND APPROVE THE RELATED PARTY TRANSACTION BETWEEN MR. VIJAY MEHTA, PROMOTER & MANAGING DIRECTOR AND THE COMPANY**

   To consider and approve, 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 2(76), 188 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 2(1)(zc), Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions, if any, including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, and subject to such approvals, consents, permissions and sanctions of regulatory/statutory authorities as may be necessary, consent of the Members of the Company be and is hereby accorded for entering into and/or carrying out the Related Party Transaction involving the sale and transfer of the entire shareholding held by **Mefcom Capital Markets Limited** ("the Company") in its subsidiary company, **Mefcom Securities Limited**, to **Mr. Vijay Mehta**, Promoter and Managing Director of the Company and a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions, including consideration and manner of transfer, as may be mutually agreed between the parties and in accordance with applicable laws and valuation requirements.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate, finalize, approve and execute all agreements, deeds, documents, writings and other instruments as may be necessary or expedient in connection with the aforesaid transaction, and to determine and finalize the detailed terms and conditions thereof, including the sale consideration, mode of transfer, timelines and other incidental matters.

   RESOLVED FURTHER THAT Mr. Vijay Mehta, Managing Director & Promoter of the Company, being interested in the aforesaid transaction, shall not participate in the approval process to the extent required under applicable laws and shall abstain from voting wherever required.

   RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, including filing of necessary forms, applications, returns and intimations with the Registrar of Companies, Stock Exchanges, SEBI and/or any other regulatory or statutory authority, as may be required and to settle any question, difficulty or doubt that may arise in relation thereto and to take all such actions as may be deemed necessary, proper or expedient for giving effect to this resolution.

   RESOLVED FURTHER THAT a certified true copy of this resolution be provided to such authorities, persons, institutions, entities and parties as may be required under the signature of any Director of the Company."

4. **TO CONSIDER AND APPROVE THE SALE OF ENTIRE SHAREHOLDING HELD BY THE COMPANY IN ITS SUBSIDIARY, MEFCOM SECURITIES LIMITED**

   To consider and approve, 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 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the rules made thereunder, including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and subject to such approvals, permissions, sanctions and consents as may be necessary from the shareholders of the Company, regulatory authorities and other competent authorities, consent of the Members of the Company be and is hereby accorded for the sale, transfer and disposal of the entire shareholding held by **Mefcom Capital Markets Limited** ("the Company") in its subsidiary company, **Mefcom Securities Limited**, on such terms and conditions and for such consideration as may be determined by the Board of Directors and/or duly authorized officials of the Company in accordance with applicable laws and valuation requirements.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to negotiate, finalise and execute the Share Purchase Agreement, Share Transfer Deeds, declarations, applications and all other agreements, documents, writings and instruments as may be necessary or expedient in connection with the aforesaid transaction and to modify, alter or vary the terms and conditions thereof as may be considered necessary in the best interest of the Company.

RESOLVED FURTHER THAT any Director of the Company of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, including filing of necessary forms, applications, returns and intimations with the Registrar of Companies, Stock Exchanges, SEBI and/or any other statutory or regulatory authority, as may be required and to settle any question, difficulty or doubt that may arise in relation thereto and to take all such actions as may be deemed necessary, proper or expedient for giving effect to this resolution.

RESOLVED FURTHER THAT a certified true copy of this resolution be furnished to such authorities, persons, institutions, entities and parties as may be required under the signature of any Director of the Company."

5. **TO APPROVE THE CONTINUATION OF DIRECTORSHIP OF DR. SHRI RAM KHANNA (DIN: 07723472) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY UPON ATTAINING THE AGE OF 75 YEARS**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, Regulation 17(1A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members of Board of the Company be and is hereby accorded for the continuation of **Dr. Shri Ram Khanna (DIN: 07723472)** as a **Non-Executive Independent Director** of the Company, notwithstanding that he will attain the age of seventy-five (75) years on 22nd July, 2026, for the remainder of his existing term of appointment, i.e., up to **30th January, 2030**, upon the same terms and conditions of appointment.

RESOLVED FURTHER THAT Dr. Shri Ram Khanna shall continue to hold office as an Independent Director of the Company, not liable to retire by rotation, up to the expiry of his present term ending on **30th January, 2030**, subject to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, papers and writings as may be considered necessary, desirable or expedient for giving effect to this Resolution and to make necessary filings, disclosures and intimations with the Stock Exchange(s), Registrar of Companies and other statutory or regulatory authorities.

6. **TO APPROVE THE MANAGERIAL REMUNERATION PAID TO THE EXECUTIVE DIRECTORS IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH SCHEDULE V FOR THE FINANCIAL YEAR 2025-26**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions as may be necessary, consent of the Members of the Company be and is hereby accorded for the payment and ratification of the managerial remuneration paid/payable to the Executive Directors of the Company for the financial year ended 31st March, 2026, notwithstanding that such remuneration exceeded the limits prescribed under Section 197 of the Act read with Schedule V thereto, as detailed in the Explanatory Statement annexed to the Notice convening this Annual General Meeting.

RESOLVED FURTHER THAT the excess managerial remuneration paid/payable to the Executive Directors for the financial year 2025-26 be and is hereby approved and ratified and shall not be required to be refunded by the Executive Directors to the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such actions and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorised to file necessary forms, returns and applications with the Registrar of Companies and other statutory or regulatory authorities and to do all such acts, deeds and things as may be necessary for giving effect to this Resolution."

7. **TO APPROVE THE MANAGERIAL REMUNERATION PAYABLE TO THE EXECUTIVE DIRECTORS IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH SCHEDULE V FOR THE FINANCIAL YEAR 2026-27**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules made thereunder, including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions as may be necessary, consent of the Members of the Company be and is hereby accorded for payment of managerial remuneration to the Executive Directors of the Company for the financial year **2026-27**, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 of the Act read with Schedule V thereto, on the terms and conditions as approved by the Board of Directors and detailed in the Explanatory Statement annexed to the Notice.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits during the financial year 2026-27, the remuneration payable to the Executive Directors shall be paid as minimum remuneration in accordance with the applicable provisions of Schedule V of the Companies Act, 2013, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter, vary, revise or modify the terms of remuneration within the limits approved herein and as permissible under the Companies Act, 2013 and other applicable laws.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, execute all such documents and make all necessary filings with the Registrar of Companies and other statutory authorities as may be necessary or expedient for giving effect to this Resolution."

By the Order of the Board of Directors
For **Mefcom Capital Markets Limited**

VIJAY MEHTA
Managing Director
DIN: 00057151

Place: New Delhi
Date: 27-05-2026

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts concerning the business under item no. 3 to 7 of the Notice is Annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL, INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.THE DULY STAMPED, FILLED AND SIGNED INSTRUMENT APPOINTING THE PROXY SHOULD HOWEVER, MUST BE DEPOSITED AT THE CORPORATE OFFICE OF THE COMPANY NOT LESS THAN FORTY- EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days notice in writing is given to the Company.
5. Members and Proxies attending the Meeting are requested to bring their attendance slip duly filled along with their copy of Annual Report to the Meeting.
6. Corporate Members are requested to send a duly certified true copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and (Listing Obligations & Disclosure Requirements) Regulation, 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository

Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting will be provided by NSDL.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, 20/2020 dated 5 May 2020 and subsequent circulars issued in this regard , the latest being General Circulars no. 09/2024 dated 19 September 2024, issued by ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CFD-PoD-2/CIR/2024/133 dated 3 October 2024 issued by Securities and exchange Board of India ('SEBI') (hereinafter collectively referred to as Circulars') the Notice calling the AGM has been uploaded on the website of the Company at https://www.mefcom.in/. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL (Agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evoting.nsdl.com

9. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, 5th August, 2026 to Saturday, 8^{th} August, 2026 (both days inclusive).

10. The Company has been maintaining, inter alia, the following statutory registers at its registered office:

    i. Register of contracts or arrangements in which directors are interested under section 189 of the Act

    ii. Register of directors and key managerial personnel and their shareholding under section 170 of the Act.

    In accordance with the MCA Circulars, the said registers will be made accessible for inspection through electronic mode and shall remain open and be accessible to any member during the continuance of the meeting.

11. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank and immediately to the Company to its registered office or to Beetal Financial & Computer Services Private Limited (RTA) at Beetal house, 3rd Floor, 99 Madangir ,Behind LSC, Near Dada Harsukhdas Mandir, New Delhi-110062, quoting reference of the Registered Folio Number.

12. As a part of the green initiatives the Members, who have not yet registered their E-mail addresses, are requested to register their E-mail addresses with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form. Upon such Registration, all communication from the Company/RTA will be sent to the registered e-mail address. Shareholders are requested to update their email address with their Depository Participants to enable the Company to send communications electronically.

13. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same. Members holding shares in physical form may submit Form No. SH-13 to the Company. Members holding shares in electronic form may submit the same to their respective depository participants.

14. The Members desirous of obtaining any information/ clarification concerning the accounts and operations of the Company are requested to address their questions in writing to the Company Secretary at least ten days before the Annual General Meeting, so that the information required may be made available at the Annual General Meeting.

15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA viz. to Beetal Financial & Computer Services Private Limited.

16. As per Regulation 40 of the SEBI Listing Regulations and various notifications issued by SEBI in this regard, transfer of securities would be carried out in dematerialized form only with effect from April 1, 2019, except in case of transmission or transposition of securities. The Company has complied with the necessary requirements as applicable, including sending of letters by the RTA to shareholders holding shares in physical form and requesting them to dematerialize their physical holdings. Members who still hold share certificates in physical form are advised to dematerialize their shareholding to also avail of numerous benefits of dematerialization. Members can contact the Company's RTA for assistance in this regard.

    However, the SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD/PCIR 2025/97 dated July 2, 2025 has decided to open a special window only for re-lodgment of transfer deeds, which were lodged prior to the deadline of April 01, 2019 and rejected/ returned/ not attended to due to deficiency in the documents/ process/or otherwise for a period of six months from July 07, 2025 till January 06, 2026.The members may avail the special window.

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.

18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.

19. The Annual Report of the Company for the Financial Year 2025-2026, circulated to the members of the Company, is also uploaded on the Company's website https://www.mefcom.in/
    a. The Board of Directors of the Company has appointed, Mr. Brij Kishore Sharma, (Membership No. FCS-F6206), proprietor of B K Sharma & Associates, as Scrutinizer to scrutinize the remote e-voting in a fair and transparent manner.
20. The Route Map, Attendance Slip and proxy form are attached to this Notice.

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

The remote e-voting period begins on **Wednesday, 5th August, 2026 at 9:00 am and ends on Friday, 7th August, 2026 at 05:00 pm**. 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. Saturday, 1st August, 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 Saturday, 1st August, 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 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 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 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 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 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. 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

Type of shareholders	Login Method
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 use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above-mentioned 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 for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and "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 bksharma162@gmail.com with a copy marked to evoting@nsdl.com. Institutional

shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

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 Secretarial@mefcom.in.
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 Secretarial@mefcom.in. 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 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 to access e-Voting facility.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

ITEM NO. 3: TO CONSIDER AND APPROVE THE RELATED PARTY TRANSACTION BETWEEN MR. VIJAY MEHTA, PROMOTER AND MANAGING DIRECTOR AND THE COMPANY

Mefcom Capital Markets Limited ("the Company") presently holds 60% shareholding of Mefcom Securities Limited ("MSL"), a subsidiary of the Company.

The Audit Committee in its meeting held on 12th November, 2025 and the Board of Directors at its meeting held on 12th November 2025, after considering the rationale, valuation aspects and regulatory requirements, approved, subject to the approval of the Members and such other approvals as may be required, the proposal for sale and transfer of the entire shareholding held by the Company in MSL to **Mr. Vijay Mehta**, Promoter & Managing Director of the Company.

The Board was informed that BSE Limited vide its letter dated 23rd March, 2026 and National Stock Exchange of India Limited ("NSE") vide its letter dated 23rd April, 2026 have granted their approvals/no-objections for the proposed transfer of the shareholding of Mefcom Securities Limited from Mefcom Capital Markets Limited to Mr. Vijay Mehta within the promoter group, subject to compliance with the terms and conditions stipulated therein and other applicable regulatory requirements.

Mr. Vijay Mehta is the Promoter and Managing Director of the Company and is a Related Party within the meaning of Section 2(76) of the Companies Act, 2013. Accordingly, the proposed transaction is being placed before the Members for their approval.

The proposed transaction is intended to facilitate the strategic restructuring and realignment of the business operations of the Company. Upon completion of the proposed transaction and transfer of shares, Mefcom Securities Limited shall cease to be a subsidiary of the Company.

The consideration for the proposed transfer shall be determined based on a valuation carried out as on 30th June 2026 by an Independent Registered Valuer and in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws and regulations. Mr. Vijay Mehta had advance Rs. 250 lacs to Mefcom Capital Markets Limited in this regard.

Details of the Proposed Transaction

Particulars	Details
Name of Related Party	Mr. Vijay Mehta
Nature of Relationship	Promoter & Managing Director of the Mefcom Capital Markets Limited
Name of Entity	Mefcom Securities Limited
Nature of Transaction	Sale and transfer of the entire shareholding held by the Company in Mefcom Securities Limited
Regulatory Approvals	Approval received from BSE vide letter dated 23.03.2026 and NSE vide letter dated 23.04.2026
Transaction Value	As determined based on the valuation report as on 30th June 2026
Tenure	One-time transaction
Purpose of Transaction	Strategic restructuring and business realignment
Basis of Consideration	Independent valuation and applicable regulatory requirements

The Audit Committee and the Board of Directors are of the opinion that the proposed transaction is in the best interests of the Company and its shareholders.

Mr. Vijay Mehta, being the proposed acquirer and a related party to the transaction, shall be deemed to be concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3. His relatives may also be deemed to be interested to the extent of their shareholding interest, if any.

Except Mr. Vijay Mehta and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 for approval of the Members.

ITEM NO. 4: TO CONSIDER AND APPROVE THE SALE OF SHAREHOLDING HELD BY THE COMPANY IN MEFCOM SECURITIES LIMITED

Mefcom Capital Markets Limited ("the Company") presently holds **60% of the paid-up share capital of Mefcom Securities Limited ("MSL")**, a subsidiary company of the Company.

The Audit Committee at its meeting held on **12th November, 2025** and the Board of Directors at its meeting held on **12th November, 2025**, after considering the commercial rationale, valuation report and regulatory requirements, approved, subject to the approval of the Members and other necessary approvals, the proposal for sale and transfer of the Company's shareholding in MSL.

MSL is a SEBI-registered stock broker and a member of the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). In connection with the proposed transfer, **BSE Limited vide its letter dated 23rd March, 2026 and NSE vide its letter dated 23rd April, 2026 have granted their approvals/no-objections**, subject to compliance with the conditions stipulated therein and applicable regulatory requirements.

The proposed transaction is part of the Company's strategic business and investment restructuring. Upon completion of the proposed transfer, the Company will cease to hold its shareholding in MSL. However, **MSL shall continue to operate as an independent company and separate legal entity in accordance with applicable laws.**

The sale consideration for the proposed transfer has been determined/shall be determined based on the valuation report as on 30th June 2026 issued by an Independent Registered Valuer and in compliance with the applicable provisions of law

Particulars	Details
Investee Company	Mefcom Securities Limited
Existing Shareholding of MCML	60% of the paid-up share capital
Proposed Transaction	Sale/transfer of Company's shareholding in MSL
Proposed Acquirer	Mr. Vijay Mehta
Regulatory Approvals	BSE approval dated 23.03.2026 and NSE approval dated 23.04.2026
Basis of Consideration	Independent valuation
Purpose	Strategic restructuring of investments
Effect	MSL shall continue as a separate legal entity; MCML will cease to hold the transferred shares

The Board is of the opinion that the proposed transaction is in the best interests of the Company and its shareholders and recommends the Resolution set out at Item No. 4 for approval of the Members.

Mr. Vijay Mehta, being the proposed acquirer of the shares, may be deemed to be interested in the Resolution to the extent of his interest in the proposed transaction.

Except as stated above, none of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Resolution set out at Item No. 4 for approval of the Members.

ITEM NO. 5: TO APPROVE THE CONTINUATION OF DIRECTORSHIP OF DR. SHRI RAM KHANNA (DIN: 07723472) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY UPON ATTAINING THE AGE OF 75 YEARS

Pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder and Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), approval of the Members by way of a Special Resolution is required for the continuation of directorship of a Non-Executive Director who has attained or will attain the age of seventy-five (75) years.

Dr. Shri Ram Khanna (DIN: 07723472) was appointed as an **Independent Director** of the Company for a term of five (5) consecutive years commencing from **31st January, 2025 up to 30th January, 2030**, pursuant to the approval of the Members of the Company.

Dr. Shri Ram Khanna will attain the age of **75 years on 22nd July, 2026**. Accordingly, in terms of Regulation 17(1A) of the SEBI Listing Regulations, the continuation of his directorship as a Non-Executive Independent Director beyond the age of 75 years requires the approval of the Members by way of a Special Resolution.

Dr. Khanna possesses rich and diverse experience in the fields of corporate management, finance, governance and business administration. During his association with the Company, he has provided valuable guidance and strategic inputs to the Board and its Committees. His extensive knowledge, professional expertise, experience and understanding of regulatory and governance matters have significantly contributed to the effective functioning of the Board.

The Nomination and Remuneration Committee and the Board of Directors, after evaluating his performance, skills, experience, knowledge and continued valuable contribution to the Company, are of the view that the continued association of Dr. Shri Ram Khanna as a Non-Executive Independent Director would be beneficial to the Company and its stakeholders.

Accordingly, the Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members, thereby approving the continuation of Dr. Shri Ram Khanna as a Non-Executive Independent Director of the Company from 22nd July, 2026 up to the expiry of his current term on 30th January, 2030.

Additional Information pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2

Particulars	Details
Name of Director	Dr. Shri Ram Khanna
DIN	07723472
Date of Birth	22nd July 1951
Age on 22.07.2026	75 Years
Date of First Appointment on the Board	31.01.2025
Category	Non-Executive Independent Director
Qualification	Master's Degress in Commerce & Bachelor's Degree in Law
Experience	Rich experience in corporate management, finance, governance and business administration
Terms and Conditions of Continuation	Continuation as Independent Director up to 30.01.2030
Shareholding in the Company	Nil
Number of Board Meetings attended during FY 2025-26	4
Directorships in other Companies	Nil
Membership/Chairmanship of Committees	3

Except **Dr. Shri Ram Khanna** and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5.

The Board of Directors recommends the **Special Resolution** set out at Item No. 5 for approval of the Members.

ITEM NO. 6: TO APPROVE THE MANAGERIAL REMUNERATION PAID TO THE EXECUTIVE DIRECTORS IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH SCHEDULE V FOR THE FINANCIAL YEAR 2025-26

The Members are informed that during the financial year ended **31st March, 2026**, the remuneration paid/payable to the Executive Directors of the Company exceeded the limits prescribed under Section 197 of the Companies Act, 2013 ("the Act") read with Schedule V thereto.

The Nomination and Remuneration Committee and the Board of Directors, at their respective meetings, after considering the performance of the Executive Directors, the responsibilities handled by them, their contribution towards the growth and operations of the Company and the overall business requirements, approved the remuneration paid/payable to the Executive Directors for the financial year 2025-26.

In view of the inadequacy/absence of profits during the financial year 2025-26 and considering the applicable provisions of Section 197 read with Schedule V of the Act, the approval of the Members by way of a Special Resolution is being sought for ratification and approval of the managerial remuneration paid/payable to the Executive Directors during the said financial year and for waiver of recovery of the excess remuneration, if any, from the concerned Executive Directors.

The disclosures as required under **Part II, Section II of Schedule V of the Companies Act, 2013** are set out below:

I. GENERAL INFORMATION

Particulars	Details
Nature of Industry	Financial Services and Capital Market Activities
Date or Expected Date of Commencement of Commercial Production	Not Applicable
In case of New Companies, Expected Date of Commencement of Activities	Not Applicable
Financial Performance based on given indicators	As per the Audited Financial Statements for FY 2025-26
Foreign Investments or Collaborations, if any	Nil / [Specify, if applicable]

II. INFORMATION ABOUT THE APPOINTEES

A. Mr. Vijay Mehta – Managing Director

Particulars	Details
Background Details	Promoter and Managing Director of the Company having extensive experience in capital markets, securities business and financial services.
Past Remuneration	₹ 24 Lacs per annum
Recognition or Awards	Former President of ANMI
Job Profile and Suitability	Responsible for overall management, business development, strategic planning and operations of the Company.
Remuneration Received for FY 2025-26	₹ 24 Lacs per annum
Comparative Remuneration Profile	Remuneration is comparable with industry standards considering the size and operations of the Company.
Pecuniary Relationship	Apart from managerial remuneration and shareholding, if any, no other pecuniary relationship.

B. Mr. Sameer Rajendra Prohit – Executive Director

Particulars	Details
Background Details	Company Secretary & LLB, having more than 16 years across various products in Capital Market
Past Remuneration	₹ 35.75 Lacs per annum
Recognition or Awards	Nil
Job Profile and Suitability	Expertise in merchant banking activity & Capital Market Product
Remuneration Received for FY 2025-26	₹ 58 Lacs per annum

III. OTHER INFORMATION

1. **Reasons for Inadequate Profits**

   The Company witnessed inadequate profits during the financial year 2025-26 due to prevailing market conditions, competitive business environment, regulatory developments and other business factors affecting profitability.

2. **Steps Taken or Proposed to be Taken for Improvement**

   The Company continues to focus on:

   - Expansion of business opportunities;

- Cost optimisation measures;
- Strengthening operational efficiency;
- Enhancing revenue streams and client acquisition;
- Improving overall financial performance.

3. **Expected Increase in Productivity and Profits**

   The management expects improvement in business performance and profitability in future years through implementation of strategic initiatives, improved operational efficiencies and expansion of business activities.

IV. DISCLOSURES

The requisite disclosures relating to remuneration of Directors and Key Managerial Personnel have been made in the Corporate Governance Report and the Board's Report forming part of the Annual Report for the financial year 2025-26.

The Board of Directors is of the opinion that the remuneration paid/payable to the Executive Directors is commensurate with their responsibilities, experience and contribution to the Company's performance and affairs.

Accordingly, the Board recommends the **Special Resolution** set out at Item No. 6 for approval of the Members.

Interest of Directors / KMP

The concerned Executive Directors, to the extent of remuneration paid/payable to them, and their relatives may be deemed to be interested in the Resolution.

Except as stated above, none of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6.

The Board recommends the Special Resolution set out at Item No. 6 for approval of the Members.

ITEM NO. 7: TO APPROVE THE MANAGERIAL REMUNERATION PAYABLE TO THE EXECUTIVE DIRECTORS IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH SCHEDULE V FOR THE FINANCIAL YEAR 2026-27

The Members are informed that the Company may have inadequate profits or no profits during the financial year 2026-27. Considering the roles, responsibilities, experience, expertise and contribution of the Executive Directors towards the management and affairs of the Company, the Nomination and Remuneration Committee and the Board of Directors have approved the payment of managerial remuneration to the Executive Directors for the financial year 2026-27.

In terms of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013 ("the Act"), where a company has no profits or its profits are inadequate, remuneration in excess of the limits prescribed under Section 197 may be paid to managerial personnel subject to compliance with Schedule V and approval of the Members by way of a Special Resolution.

Accordingly, approval of the Members is sought for payment of managerial remuneration to the Executive Directors for the financial year 2026-27, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 of the Act read with Schedule V.

The disclosures prescribed under Part II, Section II of Schedule V of the Companies Act, 2013 are provided below:

I. GENERAL INFORMATION

Particulars	Details
Nature of Industry	Financial Services, Capital Market and Investment Activities
Date or Expected Date of Commencement of Commercial Production	Not Applicable
In case of New Companies, Expected Date of Commencement of Activities	Not Applicable
Financial Performance based on given indicators	The financial performance of the Company for FY 2025-26 is set out in the Audited Financial Statements forming part of the Annual Report.
Foreign Investments or Collaborations, if any	Nil / [Provide details, if applicable]

II. INFORMATION ABOUT THE APPOINTEES

A. Mr. Vijay Mehta – Managing Director

Particulars	Details
Background Details	Mr. Vijay Mehta is the Promoter and Managing Director of the Company with extensive experience in capital markets, securities business and financial services.
Past Remuneration	₹ 24 Lacs per annum
Recognition or Awards	Former President of ANMI
Job Profile and Suitability	Overall management of the affairs of the Company, strategic planning, business development, compliance and operational supervision.
Proposed Remuneration	₹ 84 Lacs per annum plus perquisites and allowances as approved by the Board and within the limits approved by the Members.
Comparative Remuneration Profile	Comparable with remuneration levels prevailing in similar companies considering the size, nature and complexity of the Company's operations.
Pecuniary Relationship	Apart from remuneration and shareholding in the Company, if any, no other pecuniary relationship except in the ordinary course of business.

B. Mr. Sameer Rajendra Prohit – Executive Director

Particulars	Details
Background Details	Company Secretary & LLB, having more than 16 years across various products in Capital Market
Past Remuneration	₹ 35.75 Lacs per annum
Recognition or Awards	Nil
Job Profile and Suitability	Expertise in merchant banking activity & Capital Market Product
Proposed Remuneration	₹ 60 Lacs per annum
Comparative Remuneration Profile	Comparable with remuneration levels prevailing in similar companies considering the size, nature and complexity of the Company's operations.
Pecuniary Relationship	Apart from remuneration and shareholding in the Company, if any, no other pecuniary relationship except in the ordinary course of business.

III. OTHER INFORMATION

1. Reasons for Loss or Inadequate Profits

The Company operates in a highly regulated and competitive business environment. Factors such as market volatility, economic conditions, regulatory changes and business constraints may affect profitability, resulting in inadequacy of profits during the financial year 2026-27.

2. Steps Taken or Proposed to be Taken for Improvement

The Company has undertaken and continues to undertake various initiatives including:

- Expansion of business activities and client base;
- Cost rationalisation and operational efficiency measures;
- Strengthening risk management and compliance framework;
- Exploring new business opportunities and revenue streams;
- Enhancing technology and operational infrastructure.

3. Expected Increase in Productivity and Profits in Measurable Terms

The Company expects improved operational performance and enhanced profitability in the coming years through implementation of the above measures, improved business volumes and effective utilisation of resources. However, actual results may vary depending upon prevailing market conditions and regulatory environment.

IV. DISCLOSURES

The disclosures required under the Companies Act, 2013 and applicable Corporate Governance requirements relating to remuneration of Directors are disclosed in the Board's Report, Corporate Governance Report and Annual Report of the Company for the relevant financial year.

The Board of Directors is of the opinion that the remuneration proposed to be paid to the Executive Directors is commensurate with their experience, responsibilities, contribution and industry standards and is in the best interests of the Company.

Accordingly, the Board recommends the Special Resolution set out at Item No. 7 for approval of the Members.

Interest of Directors / KMP

The concerned Executive Directors and their relatives may be deemed to be concerned or interested, financially or otherwise, in the Resolution to the extent of the remuneration payable to them.

Except as stated above, none of the other Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7.

The Board recommends the Special Resolution set out at Item No. 7 for approval of the Members.

For **Mefcom Capital Markets Limited**

VIJAY MEHTA
Managing Director
DIN: 00057151

Place: New Delhi
Date: 27-05-2026

Annexure

Details of director(s) seeking appointment/re-appointment as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Secretarial Standard-2 on general meetings:

Name	Ms. Sameer Rajendra Purohit
DIN	05002079
Date of Appointment	12.08.2024
Qualification	Company secretary, LLB
Expertise	More than 16 years across various products in Capital Markets
Other Directorship	1. Yoki Financial Services Private Limited 2. Yoki Biodiesel Private Limited 3. Regen Asset Managers Limited
Shareholding in Company	-
Relationship with any Director(s)	He is not related to any directors of the Company.

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company:	Mefcom Capital Markets Limited
Registered office:	Flat No.18, 5th Floor, 77 Sanchi Building, Nehru Place, New Delhi-110019

BALLOT PAPER

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of the Audited Financial Statements (Standalone & Consolidated) and the report of Directors and Auditors for the year ended 31st March, 2026			
2.	To appoint a Director in place of Mr. Rajendra Purohit (DIN:05002079), who is liable to retire by rotation			
3.	To consider and approve the related party transaction between Mr. Vijay Mehta, Promoter and Managing director and the company			
4.	To consider and approve the sale of entire shareholding held by the company in its subsidiary, Mefcom Securities Limited			
5.	To approve the continuation of directorship of dr. Shri Ram Khanna (DIN: 07723472) as Non-Executive independent director of the company upon attaining the age of 75 years.			
6.	To approve the managerial remuneration paid to the Executive directors in excess of the limits prescribed under section 197 of the companies act, 2013 read with schedule V for the financial year 2025-26.			
7.	To approve the managerial remuneration payable to the executive directors in excess of the limits prescribed under section 197 of the companies act, 2013 read with schedule V for the financial year 2026-27.			

Place:

Date:

(Signature of the shareholder)

MEFCOM CAPITAL MARKETS LIMITED

Registered office: Flat No.18, 5th Floor, 77, Sanchi Building,
Nehru Place, New Delhi-110019
CIN: L74899DL1985PLC019749
Tel: 91-011-46500500 **E-mail:** invest@mefcom.in
Website: https://www.mefcom.in/

Form No. MGT-11 (PROXY FORM)

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

Name of the member(s): ______________________________

Email Id: ______________________________

RegisteredAddress:______________________________

Folio/Client Id: ______________________ DPID: ______________________

I/ we, being the member(s) having Shares of the above named company, hereby appoint:

Name ____________R/o ________________ having e-mail id (Signature) or failing him

Name ____________R/o ________________ having e-mail id (Signature) or failing him

Name ____________R/o ________________ having e-mail id (Signature)

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41st Annual General Meeting of the Company, to be held on Saturday, 8th August 2026 at 12:30 P.M.at E-15, Ansal Villas, Satbari, New Delhi-110030 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions	Type of Resolution	Mark(✓)
	Ordinary Business/Special Business		
1.	Adoption of the Audited Financial Statements (Standalone & Consolidated) and the report of Directors and Auditors for the year ended 31st March, 2026.	Ordinary	
2.	To appoint a Director in place of Mr. Rajendra Purohit (DIN:05002079), who is liable to retire by rotation.	Ordinary	
3.	To consider and approve the related party transaction between Mr. Vijay Mehta, Promoter and Managing director and the Company	Ordinary	
4.	To consider and approve the sale of entire shareholding held by the company in its subsidiary, Mefcom Securities Limited	Ordinary	
5.	To approve the continuation of directorship of dr. Shri Ram Khanna (DIN: 07723472) as Non-Executive independent director of the company upon attaining the age of 75 years.	Special	
6.	To approve the managerial remuneration paid to the Executive directors in excess of the limits prescribed under section 197 of the companies act, 2013 read with schedule V for the financial year 2025-26	Special	
7.	To approve the managerial remuneration payable to the executive directors in excess of the limits prescribed under section 197 of the companies act, 2013 read with schedule V for the financial year 2026-27.	Special	

*Please put a (✓) in the appropriate column against there solutions indicated in the Box. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will been titled to vote in the manner as he/she thinks appropriate.

Signed this _______ day of 2026

_______	_______	_______
Signature of Shareholder	Signature of First Proxy holder	Signature of Second Proxy holder

MEFCOM CAPITAL MARKETS LIMITED

Registered office: Flat No.18, 5th Floor, 77, Sanchi Building,
Nehru Place, New Delhi-110019
CIN: L74899DL1985PLC019749
Tel: 91-011-46500500 **E-mail:** invest@mefcom.in
Website: https://www.mefcom.in/

Attendance Slip

Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 41st ANNUAL GENERAL MEETING of the Company at E-15, Ansal Villas, Satbari, New Delhi-110030, at 12:30 P.M. on Saturday, the 8th August 2026.

______________________ ______________________

Full name of the Shareholder Signature (in block capitals)

Folio No ______________________/ DPID No.* ______________________ & Client ID No ______________________

*Applicable for members holding shares in electronic form.

______________________ ______________________

Full name of Proxy Signature
(in block capitals)

NOTE: Shareholder/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting

ROUTE MAP FOR ANNUAL GENERAL MEETING

VENUE:E-15, ANSAL VILLAS, SATBARI, NEWDLEHI-110030