GST No.: 03AAACN7683F4ZF

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+91 84 37 088 888

NORTHLINK
FISCAL AND CAPITAL SERVICES LIMITED
CIN No. : L65921PB1994PLC015365

Ref. No. ....

Dated : ....

To
Head-Listing Department
BSE LIMITED (BSE),
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001.

Sub: Notice of 32nd Annual General Meeting to be held on 30.09.2026

Dear Sir,

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, and other applicable provisions, if any, intimation be and is hereby given that 32nd Annual General Meeting of the company will be held on Wednesday, 30.09.2026 at 12.00 P.M. at registered office of the company situated at 86, Mall Road, Civil Lines, Ludhiana- 141001. In this regard, notice of Annual General Meeting is enclosed for your reference and record.

Please take the same on the record.

For NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED

SHAMLI MADIA Digitally signed by SHAMLI MADIA
Date: 2026.09.07 18:26:37 +05'30'

(Shamli Madia)
Authorised Signatory

Regd. & Corporate Office : 86, Mall Road, Ludhiana - 141 001 (Punjab) INDIA. Ph. & Fax : 0161-2449890
Email : northlink86mall@gmail.com | Website : www.northlink.co.in

NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the Members of NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED will be held on Wednesday 30.09.2026 at 12:00 P.M. at the Registered Office of the Company situated at 86, Mall Road, Civil Lines, Ludhiana (PB) 141001 to transact the following business:

ORDINARY BUSINESS

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2026 along with the Reports of the Auditors and Directors thereon.** To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.

   "**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March 2026 and the reports of the Auditors and Board of Directors thereon laid before this meeting, be and are hereby considered and adopted."

2. **To appoint a director in place of Ms. Shamli Madia (DIN: 02915048), who retires by rotation and being eligible, offers herself for re-appointment as a Director.** To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Shamli Madia (DIN: 02915048), who retires by rotation at this 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."

SPECIAL BUSINESS:

3. **To approve the appointment of Mr. Rishi Bhargav (DIN: 11835801) as an Independent Director of the Company.** To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 ("the Act") and the Rules thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, **Mr. Rishi Bhargav (DIN: 11835801),** who was appointed as an Additional Director in the category of Independent Director of the Company by the Board of Directors **w.e.f. 17.07.2026 u**nder Section 161 of the Act, who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 (five) years from 17.07.2026 and is not liable to retire by rotation."

   "**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or desirable for the purpose of giving effect to this Resolution."

4. **To approve the appointment of Mr. Akshit Dua (DIN: 11883449) as an Independent Director of the company.** To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.

RESOLVED THAT pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 ("the Act") and the Rules thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, **Mr. Akshit Dua (DIN: 11883449),** who was appointed as an Additional Director in the category of Independent Director of the Company by the Board of Directors **w.e.f. 13.08.2026 u**nder Section 161 of the Act, who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 (five) years from 13.08.2026 and is not liable to retire by rotation."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or desirable for the purpose of giving effect to this Resolution."

By Order of the Board
For Northlink Fiscal and Capital Services Limited

sd/-
(Shamli Madia)
Chairperson cum Managing Director
DIN 02915048

Place: Ludhiana
Date: 05.09.2026

NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item no. 3 and 4 of the Notice set out above is annexed hereto.

2. Pursuant to SS–2 i.e. Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the Meeting venue showing the prominent landmarks is given annexed in this Notice/Annual Report.

3. 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 A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBEROF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

4. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10 (ten) percent of the total share capital of the company carrying voting rights. A member holding more than 10 (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.

5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a duly certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

6. Members are requested to bring their copies of Annual Reports along with them, as copies of the report will not be distributed at the meeting.

7. Members, attending the meeting in person are requested to bring their attendance slip to the Meeting.

8. Any queries regarding the Annual Accounts or otherwise must be sent to Registered Office of the Company at least 15 days before the date of meeting.

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.

10. To support the 'Green Initiative', Members holding shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant ('DP').

11. In compliance with the General Circulars issued by Ministry of Corporate Affairs ("MCA Circulars") and Circulars issued by SEBI ("SEBI Circulars"), Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website of the company and stock exchanges. Further Notice of the AGM shall also be available at the website of e-voting agency CDSL at www.evoting.india.com

12. Update PAN, KYC, Bank details and Nomination: Members are requested to update the PAN, Nomination, contact details, Bank, A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities in Form ISR- 1 and other forms prescribed by SEBI.

13. SEBI, vide its circular no. SEBI/HO/MIRSD/ MIRSD_ RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated the listed company to issue the securities in dematerialized form only while processing investor service requests viz. issue of duplicate securities certificate; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. As per SEBI circular no. HO/38/13/ (3)2026-MIRSDPOD/I/3763/2026 dated 30th January, 2026, the requirement of issuance of a Letter of Confirmation ("LOC") by the Company/ RTA has been dispensed with for the aforesaid investor service requests with effect from 2nd April, 2026. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of latest Client Master List with duly filled demat conversion request form to the RTA. In view of the same and to eliminate the risks associated with physical shares and to avail various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

14. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members may nominate a person in respect of all the shares held by them severally or jointly. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a member desires to opt out, cancel or vary an earlier nomination, he/ she may submit the same in Form ISR-3 or SH-14, as the case may be. The said forms can be downloaded from the website of the Company or of the RTA. Members holding shares in demat form may approach their respective Depository Participant(s) to complete/ update the nomination formalities.

15. Pursuant to SEBI Circular No. HO/38/13/11(2)2026 -MIRDPOD/I/3750/2026 dated January 30, 2026, all shareholders are hereby informed that a Special Window for transfer and dematerialization of Physical Shares has been opened for a period of one year, from February 5, 2026 to February 4, 2027, to facilitate transfer and dematerialization of physical securities which were sold/purchased prior to April 01, 2019.

    The said special window shall also be available for such transfer requests which were submitted earlier and were rejected/returned/ not attended to due to deficiency in the documents/process/ or otherwise. Further, the securities so transferred shall be mandatorily credited to the transferee only in demat mode and shall be under lock-in for a period of one year from the date of registration of transfer. Such securities shall not be transferred/lien-marked/pledged during the said lock-in period.

16. Pursuant to the provisions of Section 91 of the Act read with Rule 10 of the Companies (Management and Administration) Rules, 2014, The register of members and the share transfer book of the company will remain closed from 24.09.2026 to 30.09.2026 (both days inclusive).

17. CS Bhupesh Gupta, Prop. of M/s B. K. Gupta & Associates Practicing Company Secretaries has appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner (including the ballot forms received from members who do not have access to the e voting process).

18. The Scrutinizer after scrutinizing the votes cast at the Annual General Meeting and through remote e-voting, make a consolidated Scrutinizer's Report and submit the same within the stipulated time to the Chairman or a person authorized by Chairman in writing.

19. The Results of the resolutions passed at the AGM of the Company will be declared within 48 working hours of the conclusion of AGM. The Results declared along with the Scrutinizer's report shall be placed on Company's website and will be communicated to the stock exchanges.

20. **Voting through Electronic Means:** Pursuant to the Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management And Administration) Rules, 2014,as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility of remote e- voting (e-voting from a venue other than place of Annual General Meeting) to the Members to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The instructions for shareholders voting electronically are as under:-

A. **The voting period begins on Sunday, 27.09.2026 at 09:00 A.M. and ends on Tuesday, 29.09.2026 at 05:00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) 23.09.2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

C. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of SEBI (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.

D. In order to increase the efficiency of the voting process and pursuant to SEBI circular no. SEBI/ HO/CFD/Pod2/CIR/P/0155 dated 11th November, 2024 all individual Members holding shares in demat mode can now cast their vote by way of a single login credential, through either their demat accounts / websites of Depositories / DPs thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process. Members are advised to update their mobile number and e-mail ID with their Depository Participants to access this facility.

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

E. 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 above said SEBI Circular, Login method for e-Voting **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**	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'

Depository	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. 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. 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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

F. Login method for remote e-Voting for physical shareholders and shareholders other than individual shareholders holding in Demat form.

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now Enter your User ID
   - For CDSL: 16 digits beneficiary ID,
   - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   - Shareholder 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 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 alpha-numeric *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

G. After entering these details appropriately, click on "SUBMIT" tab.

H. 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.

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

J. Click on the EVSN for the <NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED> on which you choose to vote.

K. 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.

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

M. 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.

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

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

P. 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.

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

R. **Additional Facility for Non – Individual Shareholders and Custodians – For Remote E-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 "Corporate" 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 and can be delinked in the 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 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; northlink86mall@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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), AADHAR (self-attested scanned copy of Aadhar 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.

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

By Order of the Board
For Northlink Fiscal and Capital Services Limited

sd/-
(Shamli Madia)
Chairperson cum Managing Director
DIN: 02915048

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS SECTION 102 OF THE COMPANIES ACT, 2013

ITEM No: 3

The Board of Directors appointed Mr. Rishi Bhargav (DIN: 11835801) as an Additional Director of the Company with effect from 17.07.2026 in the category of Independent Director. In accordance with the provisions of Section 161(1) of the Companies Act, 2013, and the rules framed thereunder, he shall holds office at the ensuing Annual General Meeting and shall be eligible for appointment as Director. Further, a notice under Section 160 of the Companies Act, 2013 has been received from a Member signifying his intention to propose the appointment of Mr. Rishi Bhargav as Director of the Company.

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. The Board of Directors of your Company have appointed Mr. Rishi Bhargav (DIN: 11835801), as a Director (Independent Director) of the Company for a term upto 5 (Five) years commencing from 17.07.2026, subject to the confirmation of his appointment by the members of the Company.

Further, as recommended by the Nomination and Remuneration Committee and in the opinion of the Board, Mr. Rishi Bhargav (DIN: 11835801) fulfils the criteria and conditions specified under Section 149 and 152 read with Schedule IV of the Act and Companies (Appointment and Qualification of Directors) Rules, 2014. Mr. Rishi Bhargav (DIN: 11835801) is not disqualified to act as director as per the provisions of Section 164 of the Act. Also, Mr. Rishi Bhargav (DIN: 11835801) is independent of the management in the opinion of the Board.

Mr. Rishi Bhargav (DIN: 11835801), has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, except Mr. Rishi Bhargav (DIN: 11835801) Additional Director of the Company to whom the resolution relates, are concerned or interested financially or otherwise in the resolution.

Your Board recommends the passing of ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members in the interest of the Company.

ITEM NO: 4

The Board of Directors appointed Mr. Akshit Dua (DIN: 11883449), as an Additional Director of the Company with effect from 13.08.2026 in the category of Independent Directors. In accordance with the provisions of Section 161(1) of the Companies Act, 2013, and the rules framed thereunder, he shall holds office at the ensuing Annual General Meeting and shall be eligible for appointment as Director. Further, a notice under Section 160 of the Companies Act, 2013 has been received from a Member signifying his intention to propose the appointment of Mr. Akshit Dua (DIN: 11883449), as Director of the Company.

As per the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation. The Board of Directors of your Company have appointed Mr. Akshit Dua (DIN: 11883449), as a Director (Independent Director) of the Company for a term upto 5 (Five) years commencing from 13.08.2026, subject to the confirmation of his appointment by the members of the Company.

Further, as recommended by the Nomination and Remuneration Committee and in the opinion of the Board, Mr. Akshit Dua (DIN: 11883449), fulfils the criteria and conditions specified under Section 149 and 152 read with Schedule IV of the Act and Companies (Appointment and Qualification of Directors) Rules, 2014.

Mr. Akshit Dua (DIN: 11883449),) is not disqualified to act as director as per the provisions of Section 164 of the Act. Also, Mr. Akshit Dua (DIN: 11883449), is independent of the management in the opinion of the Board.

Mr. Akshit Dua (DIN: 11883449), has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, except Mr. Akshit Dua (DIN: 11883449), Additional Director of the Company to whom the resolution relates, are concerned or interested financially or otherwise in the resolution.

Your Board recommends the passing of ordinary resolution set out at Item No. 4 of the Notice for approval by the Members in the interest of the Company.

DETAIL OF DIRECTORS SEEKING APPOINTMENT /RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING AS PER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARDS ('SS-2'), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ON GENERAL MEETINGS, AS ON THE DATE OF NOTICE:

Name	Shamli Madia	Rishi Bhargav	Akshit Dua
Designation	Managing Director	Additional Director	Additional Director
DIN:	02915048	11835801	11883449
Date of Birth (Age)	25-04-1988	26-12-1989	05-11-1994
Nationality	Indian	Indian	Indian
Brief Profile, Qualification, experience/ nature of expertise in specific functional areas.	Ms. Shamli Madia is graduate having more than 13 years of experience in Business Administration and expertise skills in the field of finance.	Mr. Rishi Bhargav is graduate in commerce from Punjab University with over 15 years of experience in business administration.	Mr. Akshit Dua is a graduate in commerce having more than 10 years of experience in business administration.
Date of first appointment on the Board	01-02-2013	17-07-2026	13-08-2026
Date of current/ proposed appointment	15-08-2018	17-07-2026	13-08-2026
Holding equity shares and convertible securities of the Company including as Beneficiary Owner	5,96,791	NIL	NIL
Relation with other Directors/KMP	Daughter in Law of Sh. Sunil Dutt Madia (CEO) and Smt. Anuradha Rani (CFO) of the Company.	Not Related with any Director/KMP	Not Related with any Director/KMP

Terms and Conditions of re-appointment, remuneration proposed and Justification for Candidature	The re-appointment is pursuant to retirement by rotation.	Appointment for 5 years. Detail including in the explanatory statement which is forming part of the Notice.	Appointment for 5 years. Detail including in the explanatory statement which is forming part of the Notice.
Name of listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
Last drawn (in FY 2025- 26) including sitting fees, if any	Rs. 80,000/- p.m.	Not Applicable	Not Applicable
Number of Meetings of Board attended during the year (during FY 2025- 26)	7	Not Applicable	Not Applicable
Directorship held in other companies including Listed companies	1- Madia Infra India Limited	NIL	NIL
Membership/ Chairmanship of Committees in other companies including Listed Companies	NIL	NIL	NIL
Rotation or Non-rotational basis	Liable to retire by Rotation	Not Liable to retire by Rotation	Not Liable to retire by Rotation

NORTHLINK FISCAL AND CAPITAL SERVICES LIMITED

CIN: L65921PB1994PLC015365
Regd. Office: 86 Mall Road, Civil Lines, Ludhiana (Pb.)-141001

ATTENDANCE SLIP

Member's Folio No. ……………………………………………………………

Client ID No. ……………………………………………………………………

DP ID No. …………………………………………………………………………

Name of the Member ……………………………………………………………

Name of Proxy holder …………………………………………………………

No of shares held …………………………………………………………………

I hereby record my presence at the 32nd Annual General Meeting of the Company held on Wednesday, 30.09.2026 at 12.00 P.M. at the Registered Office of the Company at 86, Mall Road, Civil Lines, Ludhiana (Pb.)-141001.

____

Signature of Member/Proxy

Notes:-
1. Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the meeting hall.

NO GIFTS/COUPONS SHALL BE DISTRIBUTED AT THE MEETING

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]

CIN	L65921PB1994PLC015365
Name of Company	Northlink Fiscal and Capital Services Limited
Registered Office	86, Mall Road, Civil Lines, Ludhiana (Pb.)-141001

Name of the Member(s):		
Registered address:		
E-mail Id:	Folio No/ Client Id:	DP ID

I/ We being the member of …………….…………., shares of above mentioned company, hereby appoint

Name		Email ID	
Address		Signature	

Or falling him

Name		Email ID	
Address		Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on Wednesday 30.09.2026 at 86 ,Mall Road, Civil Lines, Ludhiana (Pb.)-141001and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Nos.

1. To consider and adopt the audited financial statements of the company for the financial year ended March 31, 2026.(Ordinary Resolution)
2. To appoint Director in place of Ms. Shamli Madia (DIN 02915048), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)
3. To approve the appointment of Mr. Rishi Bhargav (DIN: 11835801) as an Independent Director of the Company. (Ordinary Resolution)
4. To approve the appointment of Mr. Akshit Dua (DIN: 11883449) as an Independent Director of the company. (Ordinary Resolution)

Affix Re. 1/-

Revenue Stamp Here

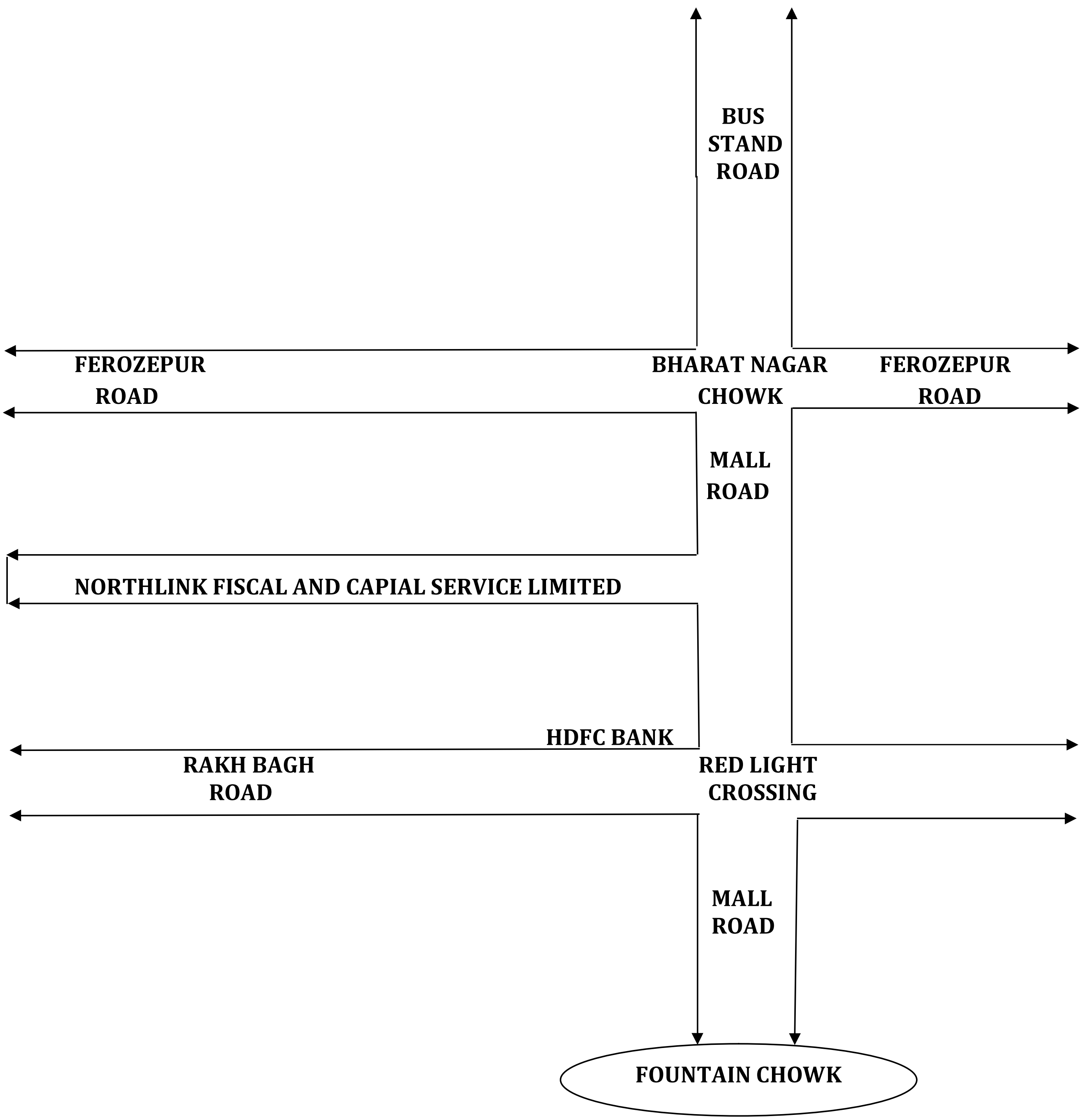
Signed this ……………..…….............................. (Date)

Signature of Shareholder………………………………..……..……….……………

Signature of Proxy holder(s)…………………………………..……………..……..

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

VENUE OF ANNUAL GENERAL MEETING



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