Ref. no: MCSL/SEC/2026-27/22 **Date: 04.09.2026**

To

The Manager- Listing
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai-400 051.

NSE Symbol: 11MCS27

Sub: NOTICE OF ANNUAL GENERAL MEETING OF "MASTER CAPITAL SERVICES LIMITED"

Dear Sir,

Pursuant to Securities Exchange board of India (Listing Obligations and Disclosures requirements) Regulations, 2015, this is to inform you that Annual General Meeting of the Company is scheduled to be held on Tuesday, the 29th Day of September, 2026 at 4:00 P.M. at the registered office of the Company.

The same is being circulated through e-mail to all the shareholders of the Company

The Notice of Annual General Meeting is also available on the Company's website at https://master-trust-strapi.s3.ap-south-1.amazonaws.com/NOTICE_OF_AGM_14bf685147.PDF

We further, inform you that pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 'Register of Members and Share Transfer Books of the Company will remain close from Thursday, 24th September, 2026 to Tuesday, 29th September, 2026 (both days inclusive) for the purpose of holding Annual General Meeting of the Company.

This is for your kind information and necessary records.

Thanking You,

Yours Faithfully,

For Master Capital Services Limited

Mohit Verma Digitally signed by Mohit Verma Date: 2026.09.04 12:39:31 +05'30'

Mohit Verma
Company Secretary and Compliance Officer
ACS 67765

Enclosed as above

MASTER CAPITAL SERVICES LIMITED

(CIN: U67190HR1994PLC076366)

Regd. Office: A-852-A, Basement, Sushant Lok, Phase-I, Gurugram, Haryana – 122002

E-mail id: secretarial@mastertrust.co.in, website: www.mastertrust.co.in, Phone: 0161-5043500

NOTICE

NOTICE is hereby given that the Annual General Meeting of Members of the Company **"MASTER CAPITAL SERVICES LIMITED"** will be held on Tuesday, 29th day of September 2026 at 04:00 PM at the registered office of the Company, to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1:

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS' THEREON

To consider and if thought fit, to pass with or without modification(s), 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 Board of Directors and Auditors thereon as circulated to the Members, be and are hereby considered and adopted."

ITEM NO. 2:

TO APPOINT A DIRECTOR IN PLACE OF MR. PAVAN KUMAR CHHABRA (DIN 00104957), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT

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

"RESOLVED THAT Mr. Pavan Kumar Chhabra (DIN 00104957), who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company and being eligible offers himself for re-appointment, be and is hereby re-appointed as the Director of the Company whose office shall be liable to retire by rotation."

ITEM NO. 3:

TO APPOINT A DIRECTOR IN PLACE OF MRS. PALKA ARORA CHOPRA (DIN 01981146), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT

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

an ORDINARY RESOLUTION:

"RESOLVED THAT Mrs. Palka Arora Chopra (DIN 01981146), who retires by rotation from the Board of Directors pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company and being eligible offers herself for re-appointment, be and is hereby re-appointed as the Executive Director of the Company whose office shall be liable to retire by rotation."

ITEM NO. 4:

TO APPOINT M/S. BHUSHAN AGGARWAL & CO., CHARTERED ACCOUNTANTS (FRN: 005362N) AS STATUTORY AUDITORS OF THE COMPANY

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution;

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions if any of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of Board of Directors of the Company, M/s. Bhushan Aggarwal & Co., Chartered Accountants (FRN: 005362N), be and is hereby appointed as Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of **Annual General Meeting (2026-2027) until the conclusion of the sixth Annual General Meeting (2030-2031)**, to fill the Casual Vacancy caused by the resignation of previous Statutory Auditor i.e. M/s C.S. Arora & Associates, Chartered Accountants (FRN: 015130N) , at such remuneration, as mutually agreed between the Board of Directors of the Company and the Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, things matters and to execute all such documents as may be required to give effect to this Resolution."

SPECIAL BUSINESS

ITEM NO. 5:

APPROVAL OF RELATED PARTY TRANSACTION FOR CREDIT FACILITES/ LOAN AND SERVICES.

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

"RESOLVED THAT pursuant to the provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and of the Rules made thereunder (including any statutory modifications, or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby given to the Board of Directors of the Company to enter into contracts and/or agreements with Related Parties (as per details mentioned in the Statement annexed to the notice) for availing and/or rendering of any services for the financial year 2026-2027, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the

Company and further authorised to determine the actual sums to be involved in the proposed transactions and the terms & conditions related thereto and all other matters arising- out of or incidental to the proposed transactions and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

ITEM NO. 6:

APPROVAL FOR RELATED PARTIES TRANSACTIONS (RPT) OTHER THAN CREDIT FACILITIES / LOAN AND SERVICES

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

"RESOLVED THAT pursuant to the provisions of Section 188 and any other applicable provisions of the Companies Act, 2013 and of the Rules made thereunder (including any statutory modifications, or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby given to the Board of Directors of the Company to enter into contract(s)/agreement(s)/Transaction(s)/Lease Deed(s)/Memorandum of Understanding(s) as Related Parties Transaction(s) other than credit facilities / loan and services with related persons (as per details mentioned in the Statement annexed to the notice) for availing and/or rendering of any services for the financial year 2026-2027, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to determine the actual sums to be involved in the proposed transactions and the terms & conditions related thereto and all other matters arising- out of or incidental to the proposed transactions and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

ITEM NO. 7:

APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH MASTER TRUST LIMITED

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

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 and Rules made there under and any statutory modifications, amendments, variations or re-enactments thereof and Board of Directors vide resolutions passed in their respective meetings, the consent and approval of the Members be and is hereby accorded to the Board of Directors ("the Board") for entering into arrangements/transactions/contracts with Master Trust Limited (Holding Company), being a Related Party, relating to transactions as detailed in the explanatory statement, on such terms and conditions as the Board in its absolute discretion may deem fit, which may exceed the materiality threshold limit as prescribed, provided however that the said contract(s)/ arrangement(s)/transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company and the aggregate amount/value of all such arrangements/transactions/contracts remaining outstanding at the end of any day and one transaction shall not exceed Rs. 1500 crore for the period from Annual General Meeting (AGM) of the Company held on 2026 to AGM of the Company to be held in 2027, for a period not exceeding one year;

RESOLVED FURTHER THAT the Members of the Company do hereby approve and accord approval to the Board, to sign and execute all such documents, deeds and writings, including filing the said documents, etc. and do all such acts, deeds and things and take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

Date: 02.09.2026 **By Order of the Board**
Place: Ludhiana **for Master Capital Services Limited**

Sd/-
Mohit Verma
Company Secretary

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING AND THAT THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

   The proxy form, in order to be effective, must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting. 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.

2. The relative Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business under item no. 5 to item no. 7 to be transacted at the Meeting, is annexed hereto.

3. Any queries regarding the Annual Accounts or otherwise must be sent to Registered Office of the Company at least 10 days before the date of the meeting.

4. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Registered Office of the Company on all working days during office hours up to the date of the Annual General Meeting.

5. The Notice & Annual Report of the Company circulated to the members, will also be made available on the Company's website at www.mastertrust.co.in

6. **Information required to be provided as per Para 1.2.5 of SS-2 regarding the Directors who are proposed to be appointed/ re-appointed is as below as on date**:-

	Retire by Rotation/Re-Appointment	
Name of the Director	**Pavan Kumar Chhabra** (Non-Executive, Non-Independent Director)	**Palka Arora Chopra** (Executive Director)
DIN	**00104957**	**01981146**
Date of Birth (DOB)	19.02.1965	28.02.1983
Date of Appointment on the Board for current designation	10.10.2024	11.05.2023
Age (years)	61 Years	43 years
Shareholding of non-executive directors (including shareholding as a beneficial owner)	NIL	NIL
Relationship with other Director(s)	Not related to any director of the Company	Daughter of Mr. Harjeet Singh Arora, Managing Director of the Company and Sister of Mr. Jashanjyot Singh Arora, Whole Time Director of the Company.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	NA	NA

EXPLANATORY STATEMENT TO THE NOTICE

As required by Section 102 of the Companies Act, 2013 the following Explanatory Statement regarding **SPECIAL BUSINESS AS FOLLOW:**

<u>ITEM NO. 6</u>

<u>APPROVAL OF RELATED PARTY TRANSACTION FOR CREDIT FACILITES/ LOAN AND SERVICES.</u>

In terms of Section 102 of the Companies Act, 2013, the following statement sets out all the material facts relating to the special businesses mentioned under Item No. 6 of this Notice.

Pursuant to provision of Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, as amended and MCA Notification No. GSR 971I dated 14.12.2015 requires the approval of the members by way of a prior resolution for specified transactions beyond threshold limits with Related Parties.

Further, Regulation 23 of SEBI (LODR) Regulations, 2015 prescribes that all material related party transactions to require approval of the shareholders through a resolution. SEBI (LODR) Regulations, 2015 defines a transaction with a related party to be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Your Company from time to time renders and avails various services which may include credit facilities/loan and services from / to such Related Parties. Since, the transaction value for such services may exceed the prescribed threshold limits as prescribed under Sec 188 of the Act and the Rules made there under, therefore, as a matter of abundant precaution, the proposal is being put before the members of the Company for their approval, although maximum related party transaction entered between holding and wholly owned subsidiaries Companies on which provision of Section 188 is not applicable.

The disclosures required to be provided under the provisions of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Second Amendment Rules, 2014 are given herein below for perusal of the members.

Subsidiaries/Wholly Owned Subsidiaries and Other :

Sr. No.	Name of Related Party of the Company	Name of the director or key managerial Personnel of the Company who is related to related parties' co., if any.	Nature of relationship

1.	Master Trust Limited	None of the Directors or Key managerial personnel is related except to the extent of their directorship and shareholding in the holding company.	Holding Company
2.	Master Insurance Brokers Limited	Mr. Harjeet Singh Arora and Mr. Rajinder Kumar Singhania and their relatives hold shares in the Fellow Subsidiary Company. None of the other Directors or Key Managerial personnel is related except to the extent of their directorship in the Fellow Subsidiary company.	Fellow Subsidiary Company.
3.	Master Infrastructure and Real Estate Developers Limited	None of the Directors or Key managerial Personnel is related except to the extent of their directorship in the Fellow subsidiary company.	Fellow Subsidiary Company.
4.	Master Commodity Services Limited	None of the Directors or Key managerial personnel is related except to the extent of their directorship in the wholly owned subsidiary company.	Subsidiary of the Company.
5.	Master Portfolio Services Limited	None of the Directors or Key managerial Personnel is related except to the extent of their directorship in the wholly owned subsidiary company.	Wholly Owned Subsidiary of the Company.
6.	Mastertrust Wealth Private Limited	None of the Directors or Key managerial Personnel is related except to the extent of their directorship in the Fellow subsidiary company.	Fellow Subsidiary Company.
7.	Prime Industries Limited	Mrs. Harneesh Kaur Arora, being Shareholder and Mr. Harjeet Singh Arora being shareholder and Director, Mr. Rajinder Kumar Singhania being Shareholder and Director, Mr. Puneet Singhania, being Shareholder, none of the other Directors or Key managerial personnel is related to Prime Industries Limited.	Directors of the Company are Directors and Shareholders in Prime Industries Ltd. (Common Directorship)

Nature, material terms, monetary value and particulars of the contract or arrangement	**<u>In case of Master Capital Services Limited:-</u>** outstanding at the end of any day and one transaction shall not exceed Rs. 1500 crore for the period from AGM 2026 to AGM 2027 of the Company, for a period not exceeding one year. **<u>In case of other Related Parties as mentioned above:-</u>** outstanding at the end of any day and transaction shall not exceed Rs. 300 crore each for the period from AGM 2026 to AGM 2027 of the Company, for a period not exceeding one year.
Any other information relevant or important for the members to take a decision on the proposed resolution	Most of Related Party Transaction To be Entered between Holding and Wholly Owned Subsidiaries of the Company.

The Board considers that the existing arrangements with above related parties are in the ordinary course of business and at arm's length basis.

None of the Directors and Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution, except those directors having common directorship and holding in above said companies (related parties) as also mentioned above.

The Board recommends the Ordinary Resolution as set out in Item No. 3 of this Notice for approval of the Members.

<u>ITEM NO. 7</u>

<u>APPROVAL FOR RELATED PARTIES TRANSACTIONS (RPT) OTHER THAN CREDIT FACILITIES / LOAN AND SERVICES</u>

In terms of Section 102 of the Act the following statement sets out all the material facts relating to the special businesses mentioned under Item No. 7 of this Notice.

All the related party transaction(s) specified under Section 188(1), the value / consideration of which is in excess of the respective limits prescribed under Rule 15(3) of the Companies (Meetings of Board and its Powers) Rule, 2014, has to be approved by the members in the General Meeting, whereas the third proviso to Section 188(1) also states that nothing in Section 188(1) will apply to any transactions entered into by the company in its ordinary course of business and at arm's length basis.

The Company from time to time renders and avails various services which may include rental services, brokerage / commission payments, services taken as a matter of abundant precaution, the proposal is being put before the members of the Company for their approval.

The disclosures required to be provided under the provisions of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Second Amendment Rules, 2014 are given herein below for perusal of the members.

Sr. No.	Name of the related party of the Co.	Name of the director or key managerial personnel of the Company who is related to related parties co., if any.	Nature of relationship	Type of Services Received	Monetary Value (Max. Limit)
1.	Mr. Amandeep Singh Chawla	None of the Directors except Mr. Gurmeet Singh Chawla being father of Mr. Amandeep Singh Chawla is related except to the extent of their directorship in the company.	Mr. Amandeep Singh Chawla is Son of Mr. Gurmeet Singh Chawla, Director of the company	Client referreal services and Rental Services	Upto Rs. 1.60 Crores
2.	M/s. KAG Investment and Advisors Private Limited	None of the Directors except Mr. Gurmeet Singh Chawla is related except to the extent of their directorship in the company.	Mr. Gurmeet Singh Chawla, Director of the Company is also the Director of KAG Investment and Advisors Private Limited	Professiona l and advisory services	Upto Rs. 10.00 Lacs
3.	Blonkr Software Lab	None of the Directors except Mr. Gurmeet Singh Chawla is related except to the extent of their directorship in the company.	Mr. Gurmeet Singh Chawla is a partner in this partnership firm i.e. Blonkr Software lab.	Software developme nt services	Upto Rs. 1.00 Lacs
4.	Master Commodity Services Limited	None of the Directors except Mr.Harjeet Singh Arora, Mr. Rajinder Kumar Singhania, Gurmeet Singh Chawla, Mr.Pavan Kumar Chhabra and Mr. Harinder Singh is related except to the extent of their directorship and shareholding in the holding company.	Subsidiary Company	Rental Services	Upto Rs. 10.00 Lacs

5.	Master Insurance Brokers Limited	None of the Directors except Mr. Harjeet Singh Arora, Mr. Rajinder Kumar Singhania, Gurmeet Singh Chawla, Mr.Pavan Kumar Chhabra and Mr. Harinder Singh is related except to the extent of their directorship and shareholding in the holding company.	Master Insurance Brokers Limited is the subsidiary of the Holding Company i.e. Master Trust Limited	Rental Services	Upto Rs. 10.00 Lacs
6.	H.A. Shares & Stock Brokers Private Limited	None of the Directors except Mr. Harinder Singh and Mr. Jashanjyot Singh Arora is related except to the extent of their directorship and shareholding in the company	Mr. Harinder Singh and Mr. Jashanjyot Singh Arora, Directors of the company are both directors in H.A. Share & Stock Brokers Private Limited (Common Directorship)	Rental Services	Upto Rs. 75.00 Lacs
7.	H.K. Arora Real Estate Services Private Limited	None of the Directors except Mr. Harjeet Singh Arora, Mr. Harinder Singh and Mr. Jashanjyot Singh Arora is related except to the extent of their directorship and shareholding in the company	Mr. Harjeet Singh Arora, Mr. Harinder Singh and Mr. Jashanjyot Singh Arora directors of the company are also Directors in H.K. Arora Real Estate Services Private Limited (Common Directorship)	Rental Services	Upto Rs. 25.00 Lacs
8.	Saintco India LLP	None of the Directors except Mr. Jashanjyot Singh Arora is related except to the extent of his being Designated Partner and contributor in the LLP.	Mr. Jashanjyot Singh Arora director of the company is also the Designated Partner of Saintco India LLP.	Rental Services	Upto Rs. 15.00 Lacs

9.	Mr. Harjeet Singh Arora	None of the Directors except Mr. Jashanjyot Singh Arora being son and Ms. Palka Arora Chopra being daughter of Mr. Harjeet Singh Arora is related except to the extent of their directorship and shareholding in the company.	He is Managing Director of Master Capital Services Limited.	Rental Services	Upto Rs. 3.00 Lacs
10.	Mr. Harinder Singh	None of the Directors is related except to the extent of their directorship and shareholding in the company.	Mr. Harinder Singh is Whole Time Director of Master Capital Services Limited	Rental Services	Upto Rs. 4.00 Lacs
11.	Mrs. Harneesh Kaur Arora	None of the Directors except Mr. Harjeet Singh Arora being husband, Mr. Jashanjyot Singh Arora being son and Ms. Palka Arora Chopra being daughter of Ms. Harneesh Kaur Arora is related except to the extent of their directorship and shareholding in the company.	Wife of Mr. Harjeet Singh Arora, Managing Director and mother of Mr. Jashanjyot Singh Arora, Whole Time Director and Mrs. Palka Arora Chopra , Director of Master Capital Services Limited.	Rental Services	Upto Rs. 3.00 Lacs
12.	Ms. Isha Singhania	None of the Directors except Mr. Rajinder Kumar Singhania being father-in-law and Mr. Puneet Singhania being brother-in-law of Ms. Isha Singhania is related except to the extent of their directorship and shareholding in the company.	Daughter-in-law of Mr. Rajinder Kumar Singhania, Managing Director and Sister-In-law of Mr. Puneet Singhania, Whole Time Director of Master Capital Services Limited	Commissi on on Mutual Funds Investment Advisory	Upto Rs.50 Lacs

None of the Directors except Mr. Harjeet Singh Arora, Mr. Rajinder Kumar Singhania, Mr. Gurmeet Singh Chawla, Mr. Harinder Singh, Mrs. Palka Arora Chopra and Mr. Jashanjyot Singh Arora or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution, except those directors having common directorship and holding in above said companies (related parties) as also mentioned above.

The Board has recommended this resolution for the approval of the Shareholders and to pass it as a Ordinary Resolution.

ITEM NO. 8

APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH MASTER TRUST LIMITED

In terms of Section 102 of the Act the following statement sets out all the material facts relating to the special businesses mentioned under Item No. 8 of this Notice.

Pursuant to Section 188 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Second Amendment Rules, 2014 dated 14.08.14 and MCA Notification No. GSR 971(E) dated 14.12.2015 requires the approval of the members by way of a prior resolution for specified transactions beyond threshold limits with Related Parties.

Your Company from time to time renders and avails various services which may include credit facilities/loan and services from / to such Related Parties. Since, the transaction value for such services may exceed the prescribed threshold limits as prescribed under Sec 188 of the Act and the Rules made there under, therefore, as a matter of abundant precaution, the proposal is being put before the members of the Company for their approval, although maximum related party transaction entered between Master Capital Services Limited and Master Trust Limited (Holding Company) on which provision of Section 188 is not applicable. Further, it is proposed to seek prior approval of Members for the Material Related Party Transaction with Master Trust Limited (holding company) on such terms and conditions as the Board in its absolute discretion may deem fit, which may exceed the materiality threshold limit as prescribed, provided however that the said contract(s)/ arrangement(s)/transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company and the aggregate amount/value of all such arrangements/transactions/contracts remaining outstanding at the end of any day and one transaction shall not exceed Rs. 1500 crore for the period from the Annual General Meeting (AGM) of the Company held on 2026 till AGM of the Company to be held in 2027, for a period not exceeding fifteen months;

None of the Directors or their relatives are in any way, concerned or interested, financially or otherwise, in the said resolution, except those directors having common directorship and holding in above said companies (related parties).

The Board has recommended this resolution for the approval of the Shareholders as Ordianry Resolution.

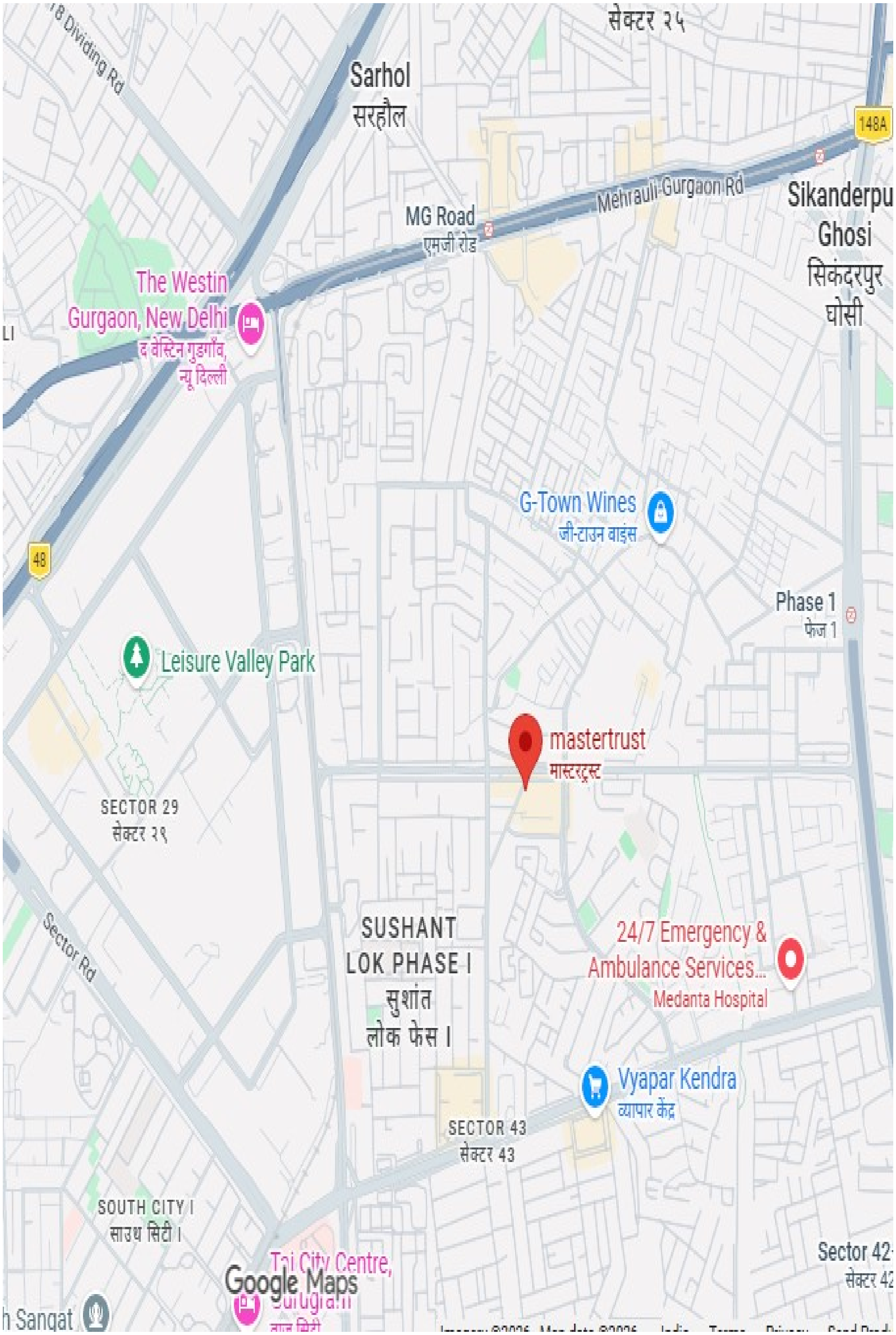
Date: 02.09.2026
Place: Ludhiana

By Order of the Board
for Master Capital Services Limited

Sd/-
Mohit Verma
Company Secretary

LOCATION OF AGM VENUE

A-852-A, Basement, Sushant Lok, Phase-I, Gurugram, Haryana – 122002



MASTER CAPITAL SERVICES LIMITED
(CIN: U67190HR1994PLC076366)
Regd. Office: A-852-A, Basement, Sushant Lok, Phase-I, Gurugram, Haryana – 122002
E-mail id: secretarial@mastertrust.co.in, website: www.mastertrust.co.in, Phone: 0161-5043500

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) : Registered address :		E-mail Id : Folio No/ Client Id : DP ID :	

I/We, being the member (s) of ………… Shares of Master Capital Services Limited, hereby appoint

1. Name: ……………………

Address:

E-mail Id: Signature:……………., or failing him

2. Name: ……………………

Address:

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 Annual General Meeting of the company, to be held on Tuesday 29th day of September 2026 at 04:00 PM at "A-852-A, Basement, Sushant Lok, Phase-I, Gurugram, Haryana – 122002, in respect of such resolutions as are indicated below:

Item No.	**Description**	**I / We assent to the resolution (For)**	**I / We dissent to the resolution (Against)**
1.	**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS' THEREON**		
2.	**TO APPOINT A DIRECTOR IN PLACE OF MR. PAVAN KUMAR CHHABRA (DIN 00104957), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT**		

3.	**TO APPOINT A DIRECTOR IN PLACE OF MRS. PALKA ARORA CHOPRA (DIN 01981146), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT**		
4.	**TO APPOINT M/S. BHUSHAN AGGARWAL & CO., CHARTERED ACCOUNTANTS (FRN: 005362N) AS STATUTORY AUDITORS OF THE COMPANY**		
5.	**APPROVAL OF RELATED PARTY TRANSACTION FOR CREDIT FACILITES/ LOAN AND SERVICES.**		
6.	**APPROVAL FOR RELATED PARTIES TRANSACTIONS (RPT) OTHER THAN CREDIT FACILITIES / LOAN AND SERVICES**		
7.	**APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH MASTER TRUST LIMITED**		

Signed this …… day of……… 2026

Signature of shareholder holder(s)

Signature of Proxy

Revenue Stamp

Note:

1. **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. A Proxy need not be a member of the Company.**
2. **A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.**
3. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
4. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. The member has the option of indicating the manner in which the vote be cast. This is only optional. If the member leaves the ‘For’ or ‘Against’ column blank against any or all the resolutions, the Proxy will be entitled to vote in the manner as he/she thinks appropriate.

MASTER CAPITAL SERVICES LIMITED
(CIN: U67190HR1994PLC076366)
Regd. Office: A-852-A, Basement, Sushant Lok, Phase-I, Gurugram, Haryana – 122002
E-mail id: secretarial@mastertrust.co.in, website: www.mastertrust.co.in, Phone: 0161-5043500

ATTENDANCE SLIP

(Please complete and hand it over at the entrance of the meeting hall.)
(Only Members or their Proxies are entitled to be present at the Meeting)

Folio No. __________________ Client ID/DP ID* _________________________

Name of Shareholder/Joint Shareholder/Proxy _______________________________________

Address ____

No. of Shares held_____________

I/We hereby record my/our presence at the Annual General Meeting of the company, to be held on Tuesday 29th day of September 2026 at 04:00 PM at "A-852-A, Basement, Sushant Lok, Phase-I, Gurugram, Haryana – 122002.

SIGNATURE OF THE MEMBER(S)/PROXY(S) PRESENT _________________________________

*Applicable to investors holding shares in electronic form only

MASTER CAPITAL SERVICES LIMITED
(CIN: U67190HR1994PLC076366)
Regd. Office: A-852-A, Basement, Sushant Lok, Phase-I, Gurugram, Haryana – 122002
E-mail id: secretarial@mastertrust.co.in, website: www.mastertrust.co.in, Phone: 0161-5043500

BALLOT FORM
(To be returned to Scrutinizer appointed by Master Trust Limited)

Name(s) of Member(s) : ____
(including joint-holders, if any)

Registered Folio No. / DPID No. / Client ID No.* : ____
(*Applicable to Members holding shares in dematerialized form)

No. of Shares Held : ____

I/We hereby exercise my/our vote in respect of the Ordinary Resolution(s) / Special Resolution(s) as specified in the Notice dated 02.09.2026 to be passed through Ballot for the business stated in the said Notice by conveying my/our assent or dissent to the said resolution in the relevant box below:

Item No.	**Description**	**Type of resolution (Ordinary/ Special)**	**I / We assent to the resolution (For)**	**I / We dissent to the resolution (Against)**
1.	**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS' THEREON**	Ordinary		
2.	**TO APPOINT A DIRECTOR IN PLACE OF MR. PAVAN KUMAR CHHABRA (DIN 00104957), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT**	Ordinary		
3.	**TO APPOINT A DIRECTOR IN PLACE OF MRS. PALKA ARORA CHOPRA (DIN 01981146), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR REAPPOINTMENT**	Ordinary		

4.	**TO APPOINT M/S. BHUSHAN AGGARWAL & CO., CHARTERED ACCOUNTANTS (FRN: 005362N) AS STATUTORY AUDITORS OF THE COMPANY**	Ordinary		
5.	**APPROVAL OF RELATED PARTY TRANSACTION FOR CREDIT FACILITES/ LOAN AND SERVICES.**	Ordinary		
6.	**APPROVAL FOR RELATED PARTIES TRANSACTIONS (RPT) OTHER THAN CREDIT FACILITIES / LOAN AND SERVICES**	Ordinary		
7.	**APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH MASTER TRUST LIMITED**	Ordinary		

Place:

Date:

____

Signature of Member / Beneficial Owner

E-Mail ___________________

Tel. No. ___________________