Date: 13/08/2026

To,
The General Manager
Department of Corporate Services
BSE Limited, Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
BSE Scrip Code: 532307

To,
The Manager
Listing Department
National Stock Exchange of India
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE Symbol: MELSTAR

Sub: Submission of Notice convening 38th Annual General Meeting of the Company.
Ref: Reg. 30 of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of Notice convening 38th Annual General Meeting of the Company scheduled to be held on Tuesday, 8th September, 2026 at 11:00 A.M.(IST) through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), in pursuance of relevant provisions of the Companies Act, 2013, and the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relevant MCA/SEBI Circulars in this regard, and other applicable laws, if any.

You are requested to kindly take the same on your records.

Thanking you,
Yours Faithfully,

For Melstar Information Technologies Limited

VINEET GOVERDHAN SHAH
Digitally signed by VINEET GOVERDHAN SHAH
Date: 2026.08.13 19:05:32 +05'30'

Vineet Goverdhan Shah
Managing Director
DIN: 01761772

MELSTARR

NOTICE OF 38th ANNUAL GENERAL MEETING

Notice is hereby given that the **38th Annual General Meeting (AGM)** of the members of **Melstar Information Technologies Limited** will be held on Tuesday, 8th day of September, 2026 at 11.00 am through **Video Conferencing (VC) or other Audio-Visual Means (OVAM)** to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon, and in this regard, pass the following resolutions as an **Ordinary Resolution:**

RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March **31, 2025** and the reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members, are hereby considered and adopted."

2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the report of the Auditors thereon and to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended **March 31, 2025** and the report of the Statutory Auditors thereon, as circulated to the Members, are hereby considered and adopted."

3. To appoint a director in place of Mr. Vineet Goverdhan Shah (DIN: 01761772) who retires by rotation at this AGM and being eligible, offers himself for re-appointment and, in this regard, to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Tarun Kashyap (DIN: 07358671), Director who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESSES

4. Appointment of M/s. S. Talwar & Associates as Secretarial Auditor for the first term of five years.

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution.**

"RESOLVED THAT pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable provisions of the Companies Act, 2013 and rules made thereunder, including any amendments, statutory modifications and/or re-enactments thereof, for the time being in force and based on the recommendation made by the Audit Committee and approved by the Board of Directors of the Company (the "Board", which term shall include any of the committees thereof) consent of the Members be and is hereby accorded for the appointment of M/s. S. Talwar & Associates, Company Secretaries, (Firm Registration Number: S2014DE258200 and Peer Review certificate No: 2836/2022), as the Secretarial Auditors of the Company for a term of five (5) consecutive years commencing from the financial year 2025-26 till financial year 2029-30, at such remuneration and on such terms and conditions as may be determined by the Board in consultation with the Secretarial Auditors."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give full effect to this resolution and matters connected therewith or incidental thereto including settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all decisions from the powers herein conferred to, without being required to seek any further consent/approval from the Members of the Company."

5. **Appointment of Mr. Selvaraj Johnson (DIN: 10637235) as an Independent Director of the Company**

To consider and if thought fit, to pass, the following Resolution as a **Special Resolution.**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules made thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Selvaraj Johnson (DIN: 10637235), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from September 22, 2025, who has submitted a declaration that he meets the criteria of independence prescribed under Section 149 (6) of the Act and Regulation 16 (1) (b) of the SEBI LODR and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years commencing from September 22, 2025 to September 21, 2030;

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto."

6. **Appointment of Ms. Rose Mary Vase (DIN: 09286115) as an Independent Director of the Company**

To consider and if thought fit, to pass, the following Resolution as a **Special Resolution.**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules made thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Ms. Rose Mary Vase (DIN: 09286115), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from February 14, 2026, who has submitted a declaration that he meets the criteria of independence prescribed under Section 149 (6) of the Act and Regulation 16 (1) (b) of the SEBI LODR and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years commencing from February 14, 2026 to February 13, 2031;

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto."

7. Appointment of Ms. Ayushi Singh Bais (DIN: 11510837) as an Independent Women Director of the Company

To consider and if thought fit, to pass, the following Resolution as a **Special Resolution.**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 ("Act") read with the Rules made thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Ms. Ayushi Singh Bais (DIN: 11510837), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from May 25, 2026, who has submitted a declaration that he meets the criteria of independence prescribed under Section 149 (6) of the Act and Regulation 16 (1) (b) of the SEBI LODR and being eligible for appointment under the provisions of the Act and the Rules framed thereunder and the SEBI LODR, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years commencing from May 25, 2026 to May 24, 2031;

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto."

8. Approval of Material Related Party Transactions for FY 2024-25

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution.**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014) and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into contract(s)/ arrangement(s)/ transaction(s) with parties as detailed in the table below commencing from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting held for Financial Year 2025-26 with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services including the providing and/or receiving of loans or guarantees or securities or making investments, or any other transactions of whatever nature, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as the Board of Directors may deem fit, in the normal course of business and on arm’s length basis, within the aggregate limits and during the financial year 2024-25:

Sr. No	Related Party	Relationship Reference	Nature Of Transaction	Limit To Be Approved (Rs.)
1	Mindsweep Ideas Pvt Ltd	Ultimate Holding Company	Intercorporate Loans	25,00,000
2	Shivasons Solutions India Pvt Ltd	Holding Company	Intercorporate Loans	1,00,00,000
3	Tarun Kashyap	Director	Remuneration	25,00,000
4	Mohit Singal	Chairman	Remuneration	25,00,000
5	Melstarr Aviations Tech Private Limited	Subsidiary	Loan Given	25,00,000

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.”

9. Approval of Material Related Party Transactions for FY 2025-26

To consider and if thought fit, to pass, the following Resolution as an **Ordinary Resolution.**

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 (“Act”), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014) and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into contract(s)/ arrangement(s)/ transaction(s) with parties as detailed in the table below commencing from the conclusion of Annual General Meeting to be held for Financial Year 2025-26 till the conclusion of Annual General Meeting held for Financial Year 2026-27 with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services including the providing and/or receiving of loans or guarantees or securities or making investments, or any other transactions of whatever nature, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as the Board of Directors may deem fit, in the normal course of business and on arm's length basis, within the aggregate limits and during the financial year 2025-26:

Sr. No	Related Party	Relationship Reference	Nature Of Transaction	Limit To Be Approved (Rs.)
1	Mindsweep Ideas Pvt Ltd	Ultimate Holding Company	Intercorporate Loans	1,00,00,000
2	Shivasons Solutions India Pvt Ltd	Holding Company	Intercorporate Loans and business transactions	1,00,00,00,000
3	Tarun Kashyap	Director	Remuneration	25,00,000
4	Mohit Singal	Chairman	Remuneration	25,00,000
5	Melstarr Aviations Tech Private Limited	Subsidiary	Loans and Advances and business in normal course.	25,00,000

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution."

Registered Office:
Unit No. 1302, 13th floor, "Raheja Centre", The Free Press Journal Marg, Nariman Point, Mumbai – 400 021

Place: Mumbai
Date: August 12, 2026

By the Order of the Board
For **Melstar Information Technologies Limited**

Sd/-
Vineet Govardhan Shah
Managing Director
DIN: 01761772

Notes:

1. Kindly note that the Hon'ble Company Law Tribunal New Delhi Bench (NCLT), Mumbai Bench vide its order dated October 03, 2019 initiated the Corporate Insolvency Resolution Process ('CIRP') against Melstar Information Technologies Limited ('the Company'). Thereafter, Hon'ble NCLT by its orders dated November 1, 2023, June 25, 2024 and August 9, 2024 approved the Resolution Plan, as submitted by Shivasons Solution India Private Limited, the Successful Resolution Applicant (SRA), pursuant to the provisions of the Insolvency and Bankruptcy Code, 2016 (Code).

2. That pursuant to the aforementioned Hon'ble NCLT orders dated November 1, 2023, June 25, 2024 and August 9, 2024, and the terms of Resolution Plan so approved in the matter, the Board of Directors, fixed Friday, August 30, 2024, as the record date for the purpose of extinguishment of existing Promoter holding, and cancellation & extinguishment of existing Public Shareholding to allow the 5% public shareholding post the implementation of the Resolution Plan.

3. Furthermore, as a part of the Capital Restructuring Process, the issue and allotment of equity share capital of Rs. 2,64,20,000/- consisting 26,42,000 equity shares of Rs.10/- each, to the Successful Resolution Applicant, i.e., Shivasons Solution India Private Limited, was approved at the Meeting of the Board of Directors dated February 26, 2025. That in view of the considerate discussions with the concerned Stock Exchanges, the application for listing of these securities has been submitted. Hence, be noted that the Company is in the process of Capital Restructuring as per the aforementioned Hon'ble NCLT Orders dated November 1, 2023, June 25, 2024 and August 9, 2024, and the Corporate Actions for the credit of those shares to the account of the beneficiaries shall be done post the receipt of the listing approval from BSE Limited and National Stock Exchange of India Limited.

4. That the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 09/2024 dated September 19, 2024 read with 09/2023 dated September 25, 2023 read with General Circular No.10/2022 dated December 28, 2022 read with General Circular No. 02/2022 dated May 05, 2022 read with General Circular No. 19/2021 dated December 08, 2021 read with General Circular No. 21/2021 dated December 14, 2021 read with General Circular No. 02/2021 dated January 13, 2021 read with General Circular No. 20/2020 dated May 05, 2020, General Circular No.14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as the "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide Circular No. Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 read with SEBI/HO/CFD/CFDPoD-2/P/CIR/2023/167 dated October 07, 2023 read with SEBI/ HO/CFD/PoD2/P/ CIR/2023/4 dated January 05, 2023 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (hereinafter collectively referred to as the "SEBI Circulars") have permitted the companies to hold their general meetings through video conferencing / any other audio visual means ("VC/OAVM facility") without the physical presence of the members at a common venue. Hence, in compliance with the MCA Circulars and SEBI Circulars, the AGM of the Company is being held though VC facility.

5. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/ Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020, issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA circulars and the SEBI circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars and the SEBI circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this Notice.

7. However, Institutional/Corporate Members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and cast their votes through e-voting. Institutional/Corporate Members are requested to send a certified true copy of the Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to the Scrutiniser at cspawanjain@gmail.com with a copy marked to cs@melstarrtech.com;

8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

10. An Explanatory Statement pursuant to Section 102(1) of the Act relating to the Special Business (es), if any, to be transacted at the Meeting is annexed hereto and forms part of the Notice.

11. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 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 Bigshare Services Private Limited, the Company's Registrar to an Issue and Share Transfer Agent (RTA), for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e- voting as well as the e-voting system on the date of the AGM will be provided by Bigshare Services Private Limited

12. Only registered members of the Company may attend and vote at the AGM through VC/OAVM facility. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

13. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the cut-off date i.e. Monday, August 31, 2026. That as afore-mentioned, since the Corporate Actions are under process, only those shareholders, holding shares after the said allotment of total 27,93,661 equity shares of the Company, in MCA records, shall be entitled to vote at the ensuing AGM. Furthermore, it is hereby noted that the fractional allotment of equity shares pursuant to the said capital restructuring shall not be reckoned for determining voting rights, as the Company is presently unable to deal with such fractional shares due to pending corporate actions.

14. In case of joint holders, a member whose name appears as the first holder in the order of their names as per the Register of Shareholders will be entitled to cast vote at the AGM.

15. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"). Notice of the AGM along with the Annual Report for FY 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the RTA/Company/Depositories. Members may note that the Notice and Annual Report for FY 2024-25 are also available on the Company's website (www.melstarrtech.com), website of the concerned Stock Exchange i.e., the BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). The AGM Notice is also disseminated on the website of RTA, who is also acting in its capacity as the agency for providing the Remote e-Voting facility and e-voting system during the AGM, i.e., www.bigshareonline.com.

16. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at cs@melstarrtech.com up to August 31, 2026. Those Members who have registered themselves shall be given an opportunity of speaking live in AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM and avoid repetition of questions.

17. The Register of Members and the Share Transfer Books of the Company will remain closed from 2nd day of September 2026 to 8th day of September 2026 (both days inclusive) for the purpose of AGM.

18. As per the provisions of the Act and Listing Regulations, the facility for registration of nomination is available for the shareholders in respect of the shares held by them. Shareholders holding shares in physical form in single name are advised to make nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013. They are requested to write to RTA of the Company in the prescribed form i.e., Form No. SH-13 as per the Companies

(Share Capital and Debentures) Rules, 2014. In case of shares held in dematerialized form, the nomination form has to be lodged directly with the respective Depository Participant (DP).

19. SEBI has mandated listed companies to issue securities in dematerialized form only, while processing service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/ splitting of securities certificate; consolidation of securities certificates/folios; and transmission and transposition. In this regard, shareholders are requested to make requests in Form ISR–4. It may be noted that any service request can be processed only after the folio is KYC compliant. All the relevant forms can be obtained from the Company on cs@melstarrtech.com.

20. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in cases of requests received for transmission or transposition of securities. In view of this and to eliminate all risks. Shareholders holding shares in dematerialized form are requested to intimate all particulars of bank mandates, nominations, power of attorney, change of address, contact numbers etc., to their Depository Participant (DP). Shareholders holding shares in physical form are requested to intimate such details to the RTA.

21. Shareholders are requested to intimate changes, if any, pertaining to their name, postal address, email address, mobile/phone numbers, PAN, mandates, nominations, and bank details etc., to their Depository Participants ("DPs") in case shares are held by them in electronic form and to Company's RTA in Form ISR-1, in case shares are held by them in physical form.

22. The Securities and Exchange Board of India (SEBI) has vide circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April 2018 mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Shareholders holding shares in physical form can submit their PAN to the Company and RTA.

23. Additional information, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued by ICSI in respect of the directors seeking appointment/re-appointment at the AGM, is provided in their respective explanatory statement. The directors being eligible, offer themselves for re-appointment as required under the Companies Act, 2013 and the Rules made thereunder as also provided in the annexure to the Notice.

24. Non-Resident Indian shareholders are requested to inform the Company/RTA regarding:

- Change in their residential status on return to India for permanent settlement.
- Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, and address of the bank with PIN code number, if not furnished earlier.

25. To support the 'Green Initiative', those shareholders whose email address is not registered with the Company or with their respective Depository Participant(s) and who wish to receive the

Notice of the 38th AGM and all other communications sent by the Company from time to time can get their email address registered by following the steps as given below:

a) For shareholders holding shares in physical form, please send a scanned copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with a scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the member, by email to the Company at cs@melstarrtech.com or to the Company's Registrars and Transfer Agents, Bigshare Services Private Limited (RTA) at bssmumbai@bigshareonline.com.

b) For shareholders holding shares in DEMAT form, please update your email address through your respective Depository Participant(s).

26. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send the share certificates to the Company's Registrars and Transfer Agents, M/s. Bigshare Services Private Limited (RTA), for consolidation into a single folio.

27. The Company has appointed Mr. Pawan Jain, Proprietor of M/s Pawan Jain & Associates, Company Secretaries as the Scrutinizer for scrutinizing the entire voting process i.e., voting during the AGM, to ensure that the process is carried out in a fair and transparent manner. The Scrutinizer shall, immediately after the completion of the scrutiny of the voting (votes cast during the AGM), within 2 working days from the conclusion of the AGM, submit a consolidated Scrutinizer's Report of the total votes cast in favor and against the resolution(s), invalid votes if any, and whether the resolution(s) has/have been carried or not, to the Chairman or in his absence to any other Director authorized by the Board, who shall countersign the same. Based on the Scrutinizer's Report, the result will be declared by the Chairman. The remote e-voting results of the AGM of the Company shall be declared within 48 hours from the conclusion of the Annual General Meeting. The final results along with the scrutinizers report shall be placed on the Company's website www.metstarrtech.com immediately after the result is declared by the Chairman.

28. In terms of Sections 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended, the Company is providing the e-voting facility to its Members holding shares in physical or dematerialized form, as on the Cut- Off Date, being August 31, 2026, to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice (the "Remote e-voting"). The remote e- voting commences on September 05 2026 at 09.00 a.m. and ends on September 07, 2026 at 5:00 p.m. Detail of the process and manner of Remote e-voting along with the User ID and Password is being sent to all the Members along with the Notice.

29. In accordance with the provisions of the Act, read with the Rules made thereunder, MCA Circulars and SEBI Circulars, the Notice of the Annual General Meeting along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on August 07, 2026.

30. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members who seek inspection may write to us at cs@melstarrtech.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT

Item No 4: Appointment of M/s. S. Talwar & Associates as Secretarial Auditor for the first term of five years.

In accordance with the provisions of Section 204 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 Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), the Board of Directors (the "Board") of the Company at their meeting held on August 12, 2026, based on recommendation of the Audit Committee, approved the appointment of M/s. S. Talwar & Associates, Company Secretaries, (Firm Registration Number: S2014DE258200 and Peer Review certificate No: 2836/2022) as the Secretarial Auditors of the Company for a term of five (5) consecutive years from the financial year 2025-26 till financial year 2029-30, subject to approval of the Members of the Company.

M/s. S. Talwar & Associates were appointed as secretarial auditors of the Company for conducting secretarial audit for the financial year 2024-25.

In addition to conducting the secretarial audit, as above, M/s. S. Talwar & Associates may issue certificate(s) and other permissible non-secretarial services as required or permitted under the applicable laws, from time to time.

M/s. S. Talwar & Associates has given their consent to act as secretarial auditors and also confirmed that their appointment (if approved) would be within the prescribed limits specified by Institute of Company Secretaries of India ("ICSI"); They hold a valid peer review certificate issued by ICSI; and They are not disqualified from being appointed as Secretarial Auditors.

Brief Profile of M/s. S. Talwar & Associates

M/s. S. Talwar & Associates is a reputed firm of Practicing Company Secretaries offering a wide range of professional services in the areas of corporate laws, securities laws, corporate governance, and regulatory compliance. The firm is committed to delivering quality, value-driven, and practical solutions to corporate clients, ensuring adherence to statutory and regulatory requirements.

The firm possesses extensive experience in handling matters relating to the Companies Act, 2013, SEBI Regulations, FEMA compliances, secretarial audits, due diligence, corporate restructuring, mergers and acquisitions, capital market transactions, listing compliances, and advisory services.

It regularly assists companies in navigating complex regulatory frameworks and maintaining high standards of corporate governance.

M/s. S. Talwar & Associates provides end-to-end support in incorporation and structuring of business entities, preparation and certification of various secretarial and regulatory filings, conduct of board and shareholder meetings, drafting of corporate documents, and obtaining approvals from regulatory authorities. The firm also undertakes assignments relating to secretarial compliance audits, annual compliance management, corporate governance reviews, and certifications under various corporate and securities laws.

With a strong focus on professionalism, integrity, and client satisfaction, the firm serves a diverse clientele comprising listed companies, private companies, start-ups, and other business entities. Through its expertise and proactive approach, M/s. S. Talwar & Associates strives to be a trusted partner in helping organizations achieve regulatory compliance and sustainable corporate growth.

The disclosures as required under Regulation 36(5) of the SEBI Listing Regulations, is given hereunder.

Proposed fees for conducting secretarial audit for the financial year 2025-26	Rs. 60000 /- (Rupees Sixty Thousand only) per annum plus applicable taxes and other out of pocket expenses, if any. The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the secretarial auditors, which is in line with the industry benchmark. Beside the secretarial audit services, the Company may also obtain certifications and other permissible non-secretarial services
Fee for subsequent year(s)	As determined by the Board, on recommendation of the audit committee and in consultation with the secretarial auditors.
Term of Appointment	Five (5) consecutive years commencing from the financial year 2025-26 till financial year 2029-30.
Material change in the fee payable to such auditor from that paid to the outgoing auditor	Not Applicable.
Basis of recommendation for appointment including the details in relation to and credentials of the secretarial auditors proposed to be appointed.	The Board, while recommending M/s. S. Talwar & Associates for appointment as the secretarial auditors of the Company, have taken into consideration, amongst other things, the credentials of the firm and its

	partners, their past professional association with the Company and its subsidiaries, proven track record of the firm and eligibility criteria which commensurate with the size and requirements of the Company. For credentials of the M/s. S. Talwar & Associates, please refer the brief profile above in the explanatory statement.

The Board of Directors considering the experience and expertise, and based on the recommendation of the Audit Committee, propose the appointment of M/s. S. Talwar & Associates as the secretarial auditors of the Company for a term of five (5) consecutive years commencing from the financial year 2025-26 till financial year 2029-30 and commends passing of the ordinary resolution set out at item no. 4 of the Notice for approval of the Members.

None of the directors, key managerial personnel of the Company or their relatives is, in any way concerned or interested, financially or otherwise, in the ordinary resolution proposed at item no. 4 of the Notice.

Item No 5: Appointment of Mr. Selvaraj Johnson (DIN: 10637235) as an Independent Director of the Company

Under Section 161 of the Companies Act, 2013, the Board is empowered to appoint an Additional Director, who shall hold office up to the date of the next Annual General Meeting or the last date on which such AGM ought to have been held, whichever is earlier. Further, Regulation 17(1C) of the SEBI (LODR) Regulations, 2015 requires shareholder approval for such appointment at the next general meeting or within three months from the date of appointment, whichever is earlier. However, the Company could not convene the General Meeting due to the pending implementation of the Resolution Plan approved by the Hon'ble NCLT vide orders dated November 1, 2023, June 25, 2024 and August 9, 2024. The corporate actions under the Resolution Plan, including reduction of share capital and allotment of 26,42,000 equity shares to the Resolution Applicant/New Promoter on February 26, 2025, are pending completion at the depository level due to the non-receipt of listing approval from the Stock Exchange. Consequently, the shareholding records in the depositories do not presently reflect the revised shareholding structure, making it technically difficult to determine the rightful shareholders and conduct effective voting at a General Meeting. Accordingly, the General Meeting could not be convened for regularisation of the Additional Director.

The Board of Directors of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee, has proposed the appointment of Mr. Selvaraj Johnson (DIN: 10637235) as an Independent Director of the Company, not liable to retire by rotation, who was appointed by the Board of Directors at their meeting held on September 22, 2025 as an Additional Director (Non-Executive & Independent) and who shall hold office for a term of five consecutive years commencing from September 22, 2025 to September 21, 2030, in accordance with the provisions of Section 149 read with Schedule IV of the Act.

Proposed Director has consented to act as Director of the Company and has given his declaration to the Board that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR. In terms of Regulation 25(8) of the SEBI LODR, Proposed Director has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company. Proposed Director has also confirmed that he is not debarred from holding the office of a Director by virtue of any SEBI Orders or any such Authority pursuant to circular issued by BSE Limited and National Stock Exchange pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies. Further, Proposed Director is not disqualified from being appointed as Director in terms of Section 164 of the Act. Proposed Director has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. In the opinion of the Board, the Proposed Director fulfils the conditions for independence specified in the Act read with the Rules thereunder and the SEBI LODR for his appointment as an Independent Non- Executive Director of the Company and is independent of the Management. With regard to his qualifications, experience and knowledge, the Board considers that Proposed Director' association would be of immense benefit to the Company, and it is desirable to avail the services of Proposed Director as Independent Director.

The brief profile and specific areas of expertise of Proposed Director forms part of this Notice. In compliance with the provisions of Section 149 read with Schedule IV of the Act, Regulation 17 of the SEBI LODR and other applicable regulations, the appointment of the Proposed Director as an Independent Director for five consecutive years commencing from September 22, 2025 to September 21, 2030 is now placed for the approval of the Members by a Special Resolution.

Proposed Director would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof.

None of the Directors or Key Managerial Personnel (KMP) of the Company and their respective relatives are concerned or interested, financially or otherwise, in the Resolutions set out at Item No 5. of the accompanying Notice.

The Proposed Directors are not related to any other Director or KMP of the Company.

The Board recommends the Special Resolutions set out in Item No. 5 of the accompanying Notice for approval of the Members.

Brief Profile of Mr. Selvaraj Johnson

Mr. Johnson Selvaraj is a seasoned business leader and IT services professional with over 34 years of diverse experience in business management, technology services, operations, project management, and corporate leadership. He possesses extensive expertise in IT infrastructure services, systems integration, service delivery, business development, and strategic planning.

Mr. Selvaraj has held key leadership positions including Chief Executive Officer of NextExpert Technologies and NetExpert Technologies Pvt. Ltd., where he was responsible for driving business growth, profitability, operations, and service delivery. Prior to this, he served in various senior leadership roles with IBM India Pvt. Ltd. and Network Solutions (an IBM Company), managing large-scale operations, customer engagements, and teams across multiple regions in India.

He holds a Bachelor's Degree in Physics from the University of Madras and a Post Graduate Diploma in Information Technology Management (E-Commerce) from the All India Management Association. He is also a Certified Independent Director accredited by the Indian Institute of Corporate Affairs (IICA).

Mr. Selvaraj possesses strong expertise in corporate governance, business strategy, risk management, leadership development, ESG initiatives, and stakeholder management. His proven track record in leading large organizations, driving operational excellence, and mentoring high-performing teams enables him to contribute effectively to the Board's oversight and strategic decision-making processes.

He is currently serving as an Independent Director on the Board of a listed pharmaceutical company, where he actively contributes towards governance, ESG, and CSR initiatives.

Item No 6: Appointment of Ms. Rose Mary Vase (DIN: 09286115) as an Independent Director of the Company

Under Section 161 of the Companies Act, 2013, the Board is empowered to appoint an Additional Director, who shall hold office up to the date of the next Annual General Meeting or the last date on which such AGM ought to have been held, whichever is earlier. Further, Regulation 17(1C) of the SEBI (LODR) Regulations, 2015 requires shareholder approval for such appointment at the next general meeting or within three months from the date of appointment, whichever is earlier. However, the Company could not convene the General Meeting due to the pending implementation of the Resolution Plan approved by the Hon'ble NCLT vide orders dated November 1, 2023, June 25, 2024 and August 9, 2024. The corporate actions under the Resolution Plan, including reduction of share capital and allotment of 26,42,000 equity shares to the Resolution Applicant/New Promoter on February 26, 2025, are pending completion at the depository level due to the non-receipt of listing approval from the Stock Exchange. Consequently, the shareholding records in the depositories do not presently reflect the revised shareholding structure, making it technically difficult to determine the rightful shareholders and conduct effective voting at a General Meeting. Accordingly, the General Meeting could not be convened for regularisation of the Additional Director.

The Board of Directors of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee, has proposed the appointment of Ms. Rose Mary Vase (DIN: 09286115) as an Independent Director of the Company, not liable to retire by rotation, who was appointed by the Board of Directors at their meeting held on February 14, 2026 as an Additional Director (Non-Executive & Independent) and who shall hold office for a term of five consecutive years commencing from February 14, 2026 to February 13, 2031, in accordance with the provisions of Section 149 read with Schedule IV of the Act.

Proposed Director has consented to act as Director of the Company and has given her declaration to the Board that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR. In terms of Regulation 25(8) of the SEBI LODR, Proposed Director has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. Proposed Director has also confirmed that she is not debarred from holding the office of a Director by virtue of any SEBI Orders or any such Authority pursuant to circular issued by BSE Limited and National Stock Exchange pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies. Further, Proposed Director is not disqualified from being appointed as Director in terms of Section 164 of the Act. Proposed Director has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. In the opinion of the Board, the Proposed Director fulfils the conditions for independence specified in the Act read with the Rules thereunder and the SEBI LODR for her appointment as an Independent Non- Executive Director of the Company and is independent of the Management. With regard to her qualifications, experience and knowledge, the Board considers that Proposed Director' association would be of immense benefit to the Company, and it is desirable to avail the services of Proposed Director as Independent Director.

The brief profile and specific areas of expertise of Proposed Director forms part of this Notice. In compliance with the provisions of Section 149 read with Schedule IV of the Act, Regulation 17 of the SEBI LODR and other applicable regulations, the appointment of the Proposed Director as an Independent Director for five consecutive years commencing from February 14, 2026 to February 13, 2031 is now placed for the approval of the Members by a Special Resolution.

Proposed Director would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof.

None of the Directors or Key Managerial Personnel (KMP) of the Company and their respective relatives are concerned or interested, financially or otherwise, in the Resolutions set out at Item No 6. of the accompanying Notice.

The Proposed Directors are not related to any other Director or KMP of the Company.

The Board recommends the Special Resolutions set out in Item No. 6 of the accompanying Notice for approval of the Members.

Brief Profile of Ms. Rose Mary Vase

Ms. Rose M. Vase is a seasoned Learning & Development professional, Soft Skills Trainer, and Leadership Development Consultant with over 20 years of diverse corporate, academic, and consulting experience. She possesses extensive expertise in leadership development, employee capability building, behavioral training, organizational culture transformation, and POSH compliance.

Throughout her career, she has successfully designed and delivered training programs for leading national and multinational organizations, including Accenture, Wipro, Amazon, Hitachi Group, Sutherland Global, Exide Life Insurance, Central Bank of India, and several other reputed institutions. Her experience spans corporate training, talent development, instructional design, employee engagement, and strategic learning interventions.

Ms. Vase has also served in academic leadership roles, contributing significantly to skill development and industry-readiness initiatives for students and professionals. She is a Post Graduate in English and holds certifications as a NABET Certified Soft Skills Trainer, Certified Image Consultant (CIIM, USA), and SQA Certified Train-the-Trainer.

With her extensive experience in people management, leadership coaching, governance-related training, workplace ethics, and organizational development, Ms. Vase brings valuable strategic insight, independence of judgment, and a strong commitment to ethical business practices, making her well-suited for the role of an Independent Director on the Board.

Item No 7: Appointment of Ms. Ayushi Singh Bais (DIN: 11510837) as an Independent Women Director of the Company

Under Section 161 of the Companies Act, 2013, the Board is empowered to appoint an Additional Director, who shall hold office up to the date of the next Annual General Meeting or the last date on which such AGM ought to have been held, whichever is earlier. Further, Regulation 17(1C) of the SEBI (LODR) Regulations, 2015 requires shareholder approval for such appointment at the next general meeting or within three months from the date of appointment, whichever is earlier. However, the Company could not convene the General Meeting due to the pending implementation of the Resolution Plan approved by the Hon'ble NCLT vide orders dated November 1, 2023, June 25, 2024 and August 9, 2024. The corporate actions under the Resolution Plan, including reduction of share capital and allotment of 26,42,000 equity shares to the Resolution Applicant/New Promoter on February 26, 2025, are pending completion at the depository level due to the non-receipt of listing approval from the Stock Exchange. Consequently, the shareholding records in the depositories do not presently reflect the revised shareholding structure, making it technically difficult to determine the rightful shareholders and conduct effective voting at a General Meeting. Accordingly, the General Meeting could not be convened for regularisation of the Additional Director.

The Board of Directors of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee, has proposed the appointment of Ms. Ayushi Singh Bais (DIN: 11510837) as an Independent Director of the Company, not liable to retire by rotation, who was appointed by the Board of Directors at their meeting held on May 25, 2026 as an Additional Director (Non-Executive & Independent) and who shall hold office for a term of five consecutive years commencing from May 25, 2026 to May 24, 2031, in accordance with the provisions of Section 149 read with Schedule IV of the Act.

Proposed Director has consented to act as Director of the Company and has given her declaration to the Board that she meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR. In terms of Regulation 25(8) of the SEBI LODR, Proposed Director has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. Proposed Director has also confirmed that she is not debarred from holding the office of a Director by virtue of any SEBI Orders or any such Authority pursuant to circular issued by BSE Limited and National Stock Exchange pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies. Further, Proposed Director is not disqualified from being appointed as Director in terms of Section 164 of the Act. Proposed Director has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. In the opinion of the Board, the Proposed Director fulfils the conditions for independence specified in the Act read with the Rules thereunder and the SEBI LODR for her appointment as an Independent Non- Executive Director of the Company and is independent of the Management. With regard to her qualifications, experience and knowledge, the Board considers that Proposed Director' association would be of immense benefit to the Company, and it is desirable to avail the services of Proposed Director as Independent Director.

The brief profile and specific areas of expertise of Proposed Director forms part of this Notice. In compliance with the provisions of Section 149 read with Schedule IV of the Act, Regulation 17 of the SEBI LODR and other applicable regulations, the appointment of the Proposed Director as an Independent Director for five consecutive years commencing from February 14, 2026 to February 13, 2031 is now placed for the approval of the Members by a Special Resolution.

Proposed Director would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof.

None of the Directors or Key Managerial Personnel (KMP) of the Company and their respective relatives are concerned or interested, financially or otherwise, in the Resolutions set out at Item No 7. of the accompanying Notice.

The Proposed Directors are not related to any other Director or KMP of the Company.

The Board recommends the Special Resolutions set out in Item No. 7 of the accompanying Notice for approval of the Members.

Brief Profile of Ms. Ayushi Singh Bais

Ms. Ayushi Singh Bais is a finance and compliance professional with expertise in corporate governance, financial planning, legal compliance, and strategic business advisory. She possesses a unique blend of qualifications in commerce and law, coupled with practical experience in corporate finance, risk management, investor relations, and regulatory compliance.

Currently serving as Compliance & Finance Manager, she is responsible for overseeing corporate finance and compliance functions, capital structuring, statutory filings, governance frameworks, board documentation, and financial reporting. She has extensive experience in advising management on regulatory matters, audit preparedness, risk assessment, and investor-facing compliance requirements.

Prior to this, she served as Financial Planning Manager with HDFC Life Insurance, where she successfully managed financial advisory solutions, portfolio planning, and risk management strategies while consistently achieving business targets. She has also gained valuable legal and governance exposure through her experience in legal and compliance functions.

Ms. Bais holds a Bachelor of Laws (LL.B. Hons.), a Diploma in Cyber Law, and a Bachelor of Commerce in Finance & Commerce. She is also a Licensed Advocate enrolled with the Bar Council of India.

Her strong understanding of corporate governance, financial strategy, regulatory compliance, and risk management, combined with her independent judgment and professional integrity, enables her to make valuable contributions as an Independent Director and support the Board in promoting sustainable growth and sound governance practices.

Item No 8 & 9: Approval of Material Related Party Transactions

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Related Party Transactions as mentioned in clause (a) to (g) of the said section requires a Company to obtain approval of the Board of Directors and subsequently the Shareholders of the Company by way of ordinary resolution in case the value of the Related Party Transactions exceed the stipulated thresholds prescribed in Rule 15 of the said Rules and transactions other than in ordinary course of business and on arm's length basis.

Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") also stipulates that all material related party transactions shall require prior approval of the shareholders through ordinary resolution.

Accordingly, the related party transactions as recommended by the Audit Committee and approved by the Board of Directors at their respective meetings are hereby placed before the shareholders for their approval by way of ordinary resolution to enable the Company to enter into the Related Party Transactions in one or more tranches.

The proposed contracts/arrangements/transactions relate to sale/purchase of goods/services or any other transaction(s), which shall be governed by the Company's Related Party Transaction Policy and shall be reviewed by the Audit Committee within the overall limits approved by the members. The Board of Directors or any Committee thereof would carefully evaluate the proposals providing and/or receiving of loans or guarantees or securities or making investments through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, only for principal business activities of such entities.

The proposal outlined above will contribute to the principal business activities of your Company and is in the interest of the Company. Hence, the Audit Committee/Board recommends the resolution set out in the Item no. 08 of the notice for your approval as an Ordinary Resolution.

None of the Related Parties shall vote in the resolution.

Except Tarun Kashyap and Vineet Goverdhan Shah and their respective relatives, none of the other Directors, Key Managerial Personnel or their respective relatives in any way, financially or otherwise, concerned or interested in the said resolution.

Annexure 1

Details of Directors seeking re-appointment [pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Details	Mr. Vineet Goverdhan Shah (DIN: 01761772)
Age	45 years
Qualification	B.com, Diploma in Business Management
Brief Resume (including expertise in specific functional areas)	He is a 43-year-old visionary with over 15 years of expertise in finance, management, and sales and marketing. Throughout his successful 20-year career, he has managed diverse projects, including iron and steel plants, sponge plants, financial advisory services, and the development of tech-based infrastructure services. Mr. Shah has a rich and varied background in sales and marketing, having successfully managed projects in the past. His strategic investments and extensive experience have enabled him to transform the company successfully.
Terms and conditions of appointment	Appointment as a Managing Director for a period of five years with effect from July 3, 2024, liable to retire by rotation
Details of remuneration last drawn	Nil
Remuneration proposed to be paid	Apart from the reimbursement of expenditure incurred for attending meetings of the Board and committees as applicable, no other remuneration will be paid by the Company to Mr. Vineet Govardhan Prasad Shah
Date of First appointment on the Board	July 3, 2024
Shareholding in the Company as on the date of this Notice (including as a beneficial owner)	Nil
Relationship with other directors / Key Managerial Personnel	None

Number of Board Meetings attended during the financial year 2024-25	3
Directorship held in other Public companies (excluding Private and Section 8 Companies)	Nil
Membership/ Chairmanship held in committees of other Public companies (excluding Private and Section 8 Companies)	None
Listed entities from which the Director has resigned in the past three years	None

Registered Office:
Unit No. 1302, 13th floor, "Raheja Centre", The Free Press Journal Marg, Nariman Point, Mumbai – 400 021

Place: Mumbai
Date: August 12, 2026

By the Order of the Board
For **Melstar Information Technologies Limited**

Sd/-
Vineet Govardhan Shah
Managing Director
DIN: 01761772

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on September 05, 2026 at 9:00 A.M. (IST) and ends on September 07, 2026 at 5:00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of August 31, 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

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

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

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

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

iv. <u>In terms of SEBI circular</u> **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** **<u>dated December 9, 2020</u>** <u>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.</u>

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

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 URL for users to login to Easi/ Easiest is https://web.cdslindia.com/myeasitoken/home/login or 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 **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website 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 i.e. **BIGSHARE**, 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 https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.
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' 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 **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during

	the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can Click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting 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**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at 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 22 55 33.
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- 48867000.

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password**?

- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. **Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password**?
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.

  (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

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Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

    Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
  - Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
  - Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	**Helpdesk details**
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

4. **Procedure for joining the AGM through VC/ OAVM**:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting click on the option **VOTE NOW** on right hand side top corner.
- For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "**VIDEO CONFERENCE LINK"** option.
- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM are as under:-

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

- Only those members/shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

<u>Helpdesk for queries regarding virtual meeting:</u>

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.