



Date: 04th September, 2025

REF: MIFL/BSE/AGM NOTICE/ SEPTEMBER-2025

To,
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

Scrip Code: 537800

Script ID: MANGIND

Kind Attn.: Corporate Relationship Department

Sub: Submission of Notice of the 42nd Annual General Meeting ("AGM") of the Mangalam Industrial Finance Limited ("The Company") for the Financial Year ended 31st March, 2025

Listing Regulation: Regulation 30 and all other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Dear Sir / Madam,

With regard to the captioned matter and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, this is to inform you that the **42nd Annual General Meeting ('AGM')** of the Company is scheduled to be held on **Monday, 29th September, 2025 at 02.00 P.M. (IST)** through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI').

Further, the Company has fixed **Monday, 22nd September, 2025** as the 'Cut-off date' for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the 42nd AGM of the Company.

In this regard, kindly take note of the details in relations to the 42nd AGM of the Company:

Sr.No	Particulars	Details
1	Cut-off date for determining the members eligibility for e-voting / remote e-voting	Monday, 22 nd September, 2025
2	Date and time of Commencement of remote e-voting period	Friday, 26 th September, 2025 at 09:00 A.M. onwards
3	Date and time of End of remote e-voting period	Sunday, 28 th September, 2025 at 05:00 P.M.
4	Book Closure dates	Wednesday, 24 th September, 2025 to Saturday, 29 th September, 2025 (both days inclusive)

The Notice of 42nd AGM of the Company will also be available on the website of the Company at www.miflindia.com.

Kindly take on record the above information.

Thanking You.

Yours Faithfully

For Mangalam Industrial Finance Limited

Samoil Lokhandwala
Company Secretary and Compliance Officer

MANGALAM INDUSTRIAL FINANCE LIMITED

CIN No. : L65993WB1983PLC035815

Reg. Office : Old Nimta Road, Nandan Nagar, Belghoria, Kolkata West Bengal- 700083, India.

Corporate Office : Hall No.1, Mr Icon, Next To Milestone Vasna Bhayli, Road, Vadodra 391410. Gujarat, India

MO : +91 7203948909 | **Email:** compliance@miflindia.com | **Website :** www.miflindia.com



MANGALAM INDUSTRIAL FINANCE LIMITED

Corporate Identification Number (CIN): L65993WB1983PLC035815;

Registered Office: Old Nimta Road, Nandan Nagar, Belghoria, Kolkata, West Bengal – 700 083, India

Corporate Office: Hall No-1, M R Icon, Next to Milestone Vasna Bhayli Road, Vadodara 391 410,
Gujarat, India

Tel: +91 7203948909 **Website:** www.miflindia.com | **Email ID:** compliance@miflindia.com.

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 42nd (FORTY-SECOND) ANNUAL GENERAL MEETING (“AGM”) OF THE EQUITY SHAREHOLDERS OF MANGALAM INDUSTRIAL FINANCE LIMITED (“THE COMPANY”) WILL BE HELD ON MONDAY, 29TH SEPTEMBER, 2025 AT 14:00 P.M.(IST) THROUGH VIDEO CONFERENCING (“VC”)/OTHER AUDIO-VISUAL MEANS (‘OAVM’) FACILITY, TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

ITEM NO. 1: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025 TOGETHER WITH THE REPORTS OF BOARD OF DIRECTORS AND THE AUDITORS THEREON AND IN THIS REGARD, TO:

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

“**RESOLVED THAT** the Audited Standalone Financial Statements including Balance Sheet of the Company for the Financial Year ended 31st March, 2025, the Statement of Profit and loss, the Statement of Changes in Equity and cash flows for the year ended on that date together with 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 MR. VENKATA RAMANA REVURU (DIN: 02809108), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AS A DIRECTOR OF THE COMPANY AND IN THIS REGARD:

To consider and if thought fit, to pass, with or without modification(s), 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; **Mr. Venkata Ramana Revuru (DIN: 02809108)**, who retires by rotation at this meeting, and being eligible, has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company.”

SPECIAL BUSINESS:

ITEM NO. 3: APPOINTMENT OF MR. KAMAL A LALANI, A PROPRIETOR, PEER-REVIEWED PRACTICING COMPANY SECRETARY, AS SECRETARIAL AUDITORS OF THE COMPANY FOR A TERM OF 5 (FIVE) CONSECUTIVE YEARS AND FIX THEIR REMUNERATION:

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 204 and all other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time (including any statutory modification(s) or re-enactment thereof, for the time being in force); and as per the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, and subject to receipt of such other approvals, consents and permissions as may be required, the consent of the Shareholders of the Company, be and is hereby accorded for appointment of **Mr. Kamal A. Lalani, a proprietor and Peer Reviewed Practicing Company Secretary, (Membership No: A37774) (Peer Review Number: 6618/2025)** as the Secretarial Auditor of the Company for a term of **5 (Five)** consecutive Financial years commencing from **Financial Year 2025- 26 till financial year 2029-30**, to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report(s) in accordance with the applicable laws and regulatory requirements at such remuneration as may be mutually agreed between the Board of Directors of the Company in consultation with Audit Committee and the Secretarial Auditors plus applicable Goods and Services Tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit and to avail any other services, certificates, or reports as may be permissible under applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter the terms and conditions of appointment, including the remuneration of the Secretarial Auditor in such manner and to such extent as may be mutually agreed between the Board of Directors and the Secretarial Auditor, based on the recommendation of the Audit Committee and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to the aforesaid resolution and for the matters connected therewith or incidental thereto.”

For Mangalam Industrial Finance Limited

SD/-

Venkata Ramana Revuru

Managing Director

DIN: 02809108

SD/-

Yatin Sanjay Gupte

Non-Executive Non- Independent Director

DIN: 07261150

CIN: L65993WB1983PLC035815

Registered Office: Old Nimta Road, Nandan Nagar, Belghoria, Kolkata, West Bengal-700083, India,.

Corporate Office: Hall No-1, M R Icon, Next To Milestone Vasna Bhayli Road, Vadodara, Gujarat-391410, India,

Email: compliance@miflindia.com.

Place: Vadodara

Date: 30th August, 2025

NOTES:

- 1) The Explanatory Statement pursuant to Section 102(1) of The Companies Act, 2013 of the Companies Act, 2013 ("Act") together with the rules made thereunder relating to the Special business set out at **Item No. 3** of the notice is annexed thereto.
- 2) The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 09/2024 dated September 19, 2024, read with circulars issued earlier on the subject ('MCA Circulars') and SEBI vide its Circular No. SEBI/HO/CFD/ CFD-PoD2/P/CIR/2024/133 dated October 3, 2024, read with the circulars issued earlier on the subject ('SEBI Circulars'), has permitted the holding of the AGM through VC/OAVM without the physical presence of Shareholders at a common venue and relaxation in respect of sending physical copies of annual report to Shareholders till September 30, 2025. Accordingly, the **42nd AGM** of the Company is being held through VC/OAVM on **Monday, 29th September, 2025 at 14.00 P.M. (IST)**.
- 3) In terms of Section 152 of the Act, **Mr. Venkata Ramana Revuru (DIN: 02809108)**, retires by rotation at this AGM and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment. Requisite declarations have been received from Mr. Mr. Venkata Ramana Revuru in this regard. Mr. Venkata Ramana Revuru and his relatives are deemed to be interested in Item no. 2 of this Notice. None of the other Directors or Key Managerial / Management Personnel and / or their relatives are, in anyway, concerned or interested financially or otherwise, in Item no. 2 of this Notice.

In accordance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Secretarial Standard – 2 on General Meetings ('SS-2'), issued by the Institute of Company Secretaries of India, the statement providing the requisite details in respect of re-appointment of Mr. Venkata Ramana Revuru as stated under Item No. 2 of the Notice is annexed as '**Annexure I**'.

- 4) In compliance with applicable provisions of the Act read with aforesaid applicable Circulars, the 42nd AGM of the Company being conducted through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.
- 5) In accordance with the SS-2 read with Clarification/ Guidance on applicability of Secretarial Standards – 1 and 2 and amendments thereof dated April 1, 2024 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 Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, MCA Circulars and SEBI Circulars in relation to e-Voting facility provided by entities, Company has engaged **National Securities Depository Limited ('NSDL')** for facilitating participation through VC/OAVM and providing facility of remote e-Voting and e-Voting facility at the AGM, as the authorized agency. The procedure for participating in the meeting through VC/OAVM is explained at **Note No. 29** below.
- 7) All the documents referred to in the Notice and explanatory statement will be available for electronic inspection without any fee by the Members **from Tuesday, 23rd September, 2025 up to the date of AGM, i.e. Monday, 29th September, 2025**. Members seeking to inspect such documents can send an e-mail to compliance@miflindia.com. The Register of

Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM.

- 8) Shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of The Companies Act, 2013. Shareholders can attend and participate in the AGM through VC/OAVM only.
- 9) Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on **Monday, 22nd September, 2025 (cut-off date)**. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting during the AGM. Those who are not Members on the cut-off date should accordingly treat this Notice as for information purposes only.
- 10) **Pursuant to the circulars issued by MCA on conducting the AGM through VC/OAVM:**
 - a) Members can attend the meeting through log in credentials provided to them to connect to VC. Physical attendance of the Members at the Meeting venue has been dispensed with.
 - b) Appointment of proxy to attend and cast vote on behalf of the member is not available for this e-AGM and hence, the Route map, Proxy Form and Attendance Slip are not annexed to this Notice.
 - c) Body Corporates are entitled to appoint authorized representatives to attend the e-AGM through VC/ OAVM and participate thereat and cast their votes through e-voting.
- 11) The Shareholders can join the AGM through VC/ OAVM mode 15 minutes before commencement of the Meeting and at any time during the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 Shareholders on first-come-first served basis. This will not include large shareholders (Shareholders holding 2% or more shareholding), Institutional Investors, Directors (including Chairpersons of the Audit/Stakeholders' Relationship Committees, Auditors, etc.), Key Managerial Personnel, who shall be allowed to attend the AGM without restriction of first come first served basis.
- 12) **Mr. Kamal A Lalani**, a Practicing Company Secretary (Membership No. 37774 and COP No. 25395), has been appointed as "Scrutinizer" at Meeting of Board of Directors held on **Saturday, 30th August, 2025** to scrutinize the e-voting process and voting at the AGM in a fair and transparent manner and he has communicated her willingness to be appointed.
- 13) In pursuance of Section 112 and Section 113 of The Companies Act, 2013 ("the Act"), representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/ OAVM and cast their votes through e-voting. Institutional / Corporate Members intending to appoint an Authorized Representative to attend and vote on their behalf at the AGM are required to send a scanned copy (PDF/JPG format) of its Board or Governing body resolution/ authorization letter etc. authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting at least 48 hours before the AGM. The said resolution/authorization shall be sent to the scrutinizer by e-mail through its registered e-mail address to cskamal2014@gmail.com. or upload on the VC portal / e-voting portal i.e. www.evoting.nsdl.com.
- 14) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of **Monday, 22nd September, 2025 (cut-off date)**. Members shall have one vote for every one fully

paid share of the Company held by them as on the cut-off date. Members can vote for their entire voting rights as per their discretion.

- 15) Members are informed that in case of joint holders attending the Meeting, only such joint holder whose name stands first in the Register of Members of the Company/ list of Beneficial Owners as received from NSDL/Central Depository Services (India) Limited ("CDSL") (collectively referred to as "Depositories") in respect of such joint holding will be entitled to vote.
- 16) Pursuant to the MCA Circulars, the Notice of the AGM is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company /Depositories and whose names appears in the Register of Members as on **Friday, 29th August, 2025**. Copy of the Notice of the AGM is also available for download on the website of the Company at <https://www.miflindia.com>, on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com and on the websites of the Stock Exchange, i.e. BSE at <https://www.bseindia.com>
- 17) Members who have not registered their email addresses with the Company/ RTA or their Depositories for receiving all communication (including Notice and Annual Report) from the Company electronically can get the same registered as follows:
 - i. Members holding shares in physical mode and who have not registered/ updated their email addresses with the Company/ RTA are requested to registered by visiting <https://purvashare.com/email-and-phone-updation/>
 - ii. Members holding shares in dematerialized mode are requested to register/ update their email addresses with the relevant Depositories.
- 18) In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, the Company had stopped accepting any fresh transfer requests for securities held in physical form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialization. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in demat form only, while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website under the web link at <https://www.miflindia.com/investor-relations/info-for-shareholders/documents-for-shareholders>. It may be noted that any service request can be processed only after the folio is KYC compliant.
18. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

a. For shares held in electronic form :	To their Depository Participants (DPs)
b. For shares held in physical form :	To the Company/ Registrar and Transfer Agent of the Company in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No.

	SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. Members holding shares in physical mode and who have not registered/ updated their email addresses with the Company/ RTA are requested to registered by visiting https://www.purvashare.com/email-andphone-updation/ .
--	--

The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to aforesaid SEBI Circulars in Form ISR-1 and other Forms. These Forms are also available on the website of the Company at <https://www.miflindia.com/investor-relations/info-for-shareholders/documents-for-shareholders>.

Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR–1 and such other Forms, as may be applicable to them.

19) Members are requested to notify immediately:

- Any change in their residential address, Email ID, Contact Number, etc.
- Income-tax Permanent Account Number (PAN).

20) As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members holding shares in physical form may file nomination in the prescribed Form SH - 13 with Registrar. In respect of shares held in Demat form, the nomination form may be filed with the respective DP. As per SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, the common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nominations with various forms are made available at the Company's website at <https://www.miflindia.com/investor-relations/info-for-shareholders/documents-for-shareholders>. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said form to their DP in case the shares are held in Demat Form and to the RTA in case the shares are held in physical form.

21) Members who would like to express their views/ ask questions during the AGM may register themselves as speaker by sending their request after cut-off date i.e **from Tuesday, 23rd September, 2025 up to Friday, 26th September, 2025**. Members who do not wish to speak during the AGM but have queries may send their queries, mentioning the name, securities Demat account number/ folio number, email id and , mobile number to compliance@miflindia.com send their queries after cut-off date i.e **from Tuesday, 23rd September, 2025 up to Friday, 26th September, 2025**. Only those Members who have registered themselves as speaker will be allowed to express their views/ ask questions during the AGM for a maximum time of two (02) minutes each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.

- 22) Members who are present in the meeting through VC / OAVM and have not cast their vote on resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting.
- 23) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- 24) Members desirous of obtaining information/ details about the Financial Statements, are requested to write to the Company at least one week before the meeting, so that proper information can be made available at the time of meeting. The Members desirous of inspection of documents may write to the Company through E-mail and the same shall be sent to them electronically.
- 25) Members are requested to note that the Company's equity shares are under compulsory demat trading for all class of investors, as per the provisions of the SEBI Circular dated May 29, 2000. Members are therefore advised in their own interest to dematerialise their physical shareholding to avoid inconvenience and for better servicing by the Company.
- 26) Pursuant to Section 91 & other applicable provisions of the Companies Act, 2013 and in accordance with the Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Book of the Company shall remain closed from **Wednesday, 24th September, 2025 to Monday, 29th September, 2025 (both days inclusive)** for taking record of the Members of the Company for the purpose of ensuing 42nd Annual General Meeting.
- 27) Members may kindly note that in accordance with SEBI Master Circular for Online Resolution of Disputes in the Indian Securities Market bearing no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated 31st July, 2023 (as amended from time to time), the Company has registered on the SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). SEBI has specified that a shareholder shall first take up his/ her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity or its RTA and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the SMART ODR Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members may feel free to utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA). Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login>. and the same can be accessed through Company's Website at <https://miflindia.com/contact>.
- 28) **Investor Grievance Redressal:-** The Company has designated an E-mail Id compliance@miflindia.com. in to enable investors to register their complaints, if any.
- 29) THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**
- a) The remote e-voting period begins on **Friday, 26th September, 2025 at 09:00 A.M.** and ends on **Sunday, 28th September, 2025 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Monday, 22nd September,**

2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Monday, 22nd September, 2025**.

- b) 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.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	<ol style="list-style-type: none"> If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system

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

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
<p>B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.</p> <p><u>How to Log-in to NSDL e-Voting website?</u></p>	

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cskamal2014@gmail.com. with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **“Upload Board Resolution / Authority Letter”** displayed under **“e-Voting”** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **“Forgot User Details/Password?”** or **“Physical User Reset Password?”** option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Pritam Dutta, Senior Manager at pritamd@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compliance@miflindia.com.

In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance@miflindia.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

1. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
2. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.
3. 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.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@miflindia.com. The same will be replied by the company suitably.
6. **Registration as speaker shareholder:**

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 e-mail ID mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at compliance@miflindia.com after cut-off date i.e **from Tuesday, 23rd September, 2025 up to Friday, 26th September, 2025**. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

ANNEXURE TO NOTICE
EXPLANATORY STATEMENT PURSUANCE TO SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of The Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following explanatory statement sets out all material facts relating to the business mentioned under Item No 3 of the accompanying notice dated 30th August, 2025:

ITEM NO.3: APPOINTMENT OF MR. KAMAL A LALANI, A PROPRIETOR PRACTICING COMPANY SECRETARIES, PEER-REVIEWED PRACTICING COMPANY SECRETARY, AS SECRETARIAL AUDITORS OF THE COMPANY FOR A TERM OF 5 (FIVE) CONSECUTIVE YEARS AND FIX THEIR REMUNERATION:

Pursuant to recent amendments to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a listed entity is required to undertake Secretarial Audit by a peer reviewed Company Secretary or firms with majority of peer-reviewed partners, holding valid certificate of peer review issued by the Institute of Company Secretaries of India ('ICSI') and to appoint a Secretarial Audit firm for a period of five consecutive years, subject to approval of the Shareholders at the Annual General Meeting.

The Board of Directors at their meeting held on **March 10, 2025**, based on the recommendation of the Audit Committee have approved, appointment of **Mr. Kamal A. Lalani, Peer Reviewed Practicing Company Secretary**, [**Membership No: A37774, COP No: 25395, Peer Review No: 6618/2025**] as the Secretarial Auditors for a period of **5 (five)** consecutive years, commencing from **April 01, 2025 to March 31, 2030**, subject to approval of Members of the Company.

Mr. Kamal A. Lalani is a Peer-Reviewed Practicing Company Secretary based in Vadodara and the Proprietor of a professional firm specializing in corporate legal and regulatory advisory. He is an Associate Member of the Institute of Company Secretaries of India (ICSI), holding Membership No. A37774.

With a professional experience, Mr. Lalani possesses comprehensive expertise in advising corporate entities on a wide range of matters under the Companies Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, and the Foreign Exchange Management Act (FEMA). He is frequently invited to speak at various professional forums, seminars, and workshops, where he shares his insights on corporate laws and regulatory practices.

Mr. Lalani's peer-reviewed firm provides a broad spectrum of professional services, including but not limited to:

- Advisory on Corporate Laws, SEBI Regulations, FEMA, and Stock Exchange Compliance
- Secretarial Audits and Due Diligence for listed and unlisted companies
- Certification work under various statutory regulations
- Acting as Scrutinizer for shareholders' meetings
- Incorporation of Companies and LLPs, and ongoing regulatory compliance
- Advisory related to Initial Public Offerings (IPOs) and related compliance requirements

He holds a Bachelor's degree in Commerce (Honours) and is a qualified Company Secretary. Mr. Lalani continues to contribute actively to the field of corporate governance through his professional practice, advisory roles, and thought leadership across various industry platforms.

Mr. Kamal A. Lalani has confirmed that he is not disqualified and is eligible to be appointed as the Secretarial Auditor in accordance with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The

scope of services to be provided by Mr. Lalani as Secretarial Auditor falls within the ambit of the aforesaid provisions and regulation, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

Terms & Conditions of appointment:

The terms and conditions of the appointment of Mr. Kamal A. Lalani include a term of 5 (Five) consecutive years commencing from April 01, 2025 to March 31, 2030 at a remuneration of Rs. ₹2,30,000/- (Rupees Two lacs Thirty Thousand only) plus applicable taxes, reimbursement of travelling and other out-of-pocket expenses for the financial year 2025-26 and as may be mutually agreed between the Board of Directors and the Secretarial Auditor for subsequent years.

In addition to the secretarial audit, Kamal A. Lalani shall provide other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditor. There is no material change proposed in the remuneration for the upcoming audit period compared to the current audit period.

The payment for permitted services in the nature of certifications and other professional work will be in addition to the Secretarial audit fee and shall be determined by the Board.

Accordingly, the Board recommends the Ordinary Resolution to the Shareholders in relation to appointment of Mr. Kamal A. Lalani, Practicing Company Secretary, as Secretarial Auditors of the Company for their approval, as set out at Item No. 3 of this Notice.

None of the Directors or Key Managerial / Management Personnel and their relatives are, in anyway, concerned or interested financially or otherwise, in the said resolution.

For Mangalam Industrial Finance Limited

SD/-

Venkata Ramana Revuru
Managing Director
DIN: 02809108

SD/-

Yatin Sanjay Gupte
Non-Executive Non- Independent Director
DIN: 07261150

CIN: L65993WB1983PLC035815

Registered Office: Old Nimta Road, Nandan Nagar, Belghoria, Kolkata, West Bengal-700083, India,.

Corporate Office: Hall No-1, M R Icon, Next To Milestone Vasna Bhayli Road, Vadodara, Gujarat-391410, India,

Email: compliance@miflindia.com.

Place: Vadodara

Date: 30st August, 2025

‘Annexure-I’ to the Notice

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Information pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards-2 issued by Institute of Company Secretaries of India (“ICSI”)

Particulars	Details
Name of Director	Mr. Venkata Ramana Revuru
Fathers' Name	Late Penchalaiah Revuru
DIN	02809108
Date of Birth/ Age	01 st July 1975 & Age : 50
Nationality	Indian
Qualification, Functional Expertise and Experience	<p>He is a Master of Business Administration from Sri Krishnadevaraya University, Andhra Pradesh and Post Graduate Diploma in Information Technology (PGDIT) from Manipal Academy of Higher Education, Karnataka.</p> <p>Mr. Venkata Ramana Revuru, possess more than 2 decades of experience in the field of sales, business development, product training, client servicing, marketing, portfolio management, market research, general administration and strategic planning and financial product.</p> <p>He is recognized as a proactive individual who can rapidly identify business problems, formulate tactical plans, initiate change and implement effective business strategies in challenging environments to enhance revenue generation, market share expansion and profitability.</p>
Years of Experience	More than Two Decades
Date of First Appointment on the Board of the Company	03 rd June, 2021
Shareholding in the company as on date of this report (including shareholding as a beneficial Owner)	13,46,30,090 no. of equity shares
Terms and conditions of reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Re-appointment pursuant to Section 152 of the Companies Act, 2013. Please refer Corporate Governance Report section for remuneration.
Name of public limited Companies, where he is Director including this listed entity	I Secure Credit & Capital Services Limited

Directorship in other companies (excluding this Company, foreign companies and Section 8 companies)	<ul style="list-style-type: none"> • I Secure Credit & Capital Services Limited • Garudavega Earth & Artha Lyseis Private Limited • Garudayaan Logistics Private Limited • Garudavega Business Solutions Private Limited • Garuda Mart India Private Limited • Ashrama Vidyarthi Akshaya Seva Sadan Foundation
Number of Meetings of the Board attended during the year	During the FY 2024-25: Mr. Venkata Ramana Revuru was entitled to attend 08 Board Meetings out of which he has attended 07 Board Meetings
Relationship with other directorship and KMP	Mr. Venkata Ramana Revuru, Mr. Yatin Sanjay Gupte and Mr. Sojan Avirachan are Business Partners.
Memberships / Chairmanships of committee including this listed entity	1. I- Secure Credit and Capital Services Limited ❖ Stakeholder Relationship Committee – Chairman
Listed entities from which he has resigned in the past three years	NIL