

EEL/Sec/2025-26/14

September 12, 2025

BSE Limited

P J Towers, Dalal Street, Fort, Mumbai – 400 001.

Dear Sir/Madam,

Sub: Notice of the 17th Annual General Meeting

The 17th Annual General Meeting (AGM) of the Members of the Company will be held on Monday, September 29, 2025 at 4.00 P.M. at the Registered Office of the Company at Tower 3, Wing B, Kohinoor City, Kirol Road, Kurla (West), Mumbai – 400 070.

In accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice convening the AGM.

The Notice is also available on the website of the Company.

Kindly take the same on record.

Thanking you,

Yours faithfully, For ECap Equities Limited

Swadesh Agrawal Executive Director & Company Secretary

Encl: as above



NOTICE OF THE 17TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 17TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ECAP EQUITES LIMITED WILL BE HELD ON MONDAY, SEPTEMBER 29, 2025 AT 4.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT TOWER 3, WING B, KOHINOOR CITY, KIROL ROAD, KURLA (WEST), MUMBAI – 400 070 TO TRANSACT THE FOLLOWING BUSINESS: -

ORDINARY BUSINESS

- 1. To receive, consider and adopt:
 - a. the audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Board and the Auditors thereon; and
 - b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.
- 2. To appoint a Director in place of Mr. Piyush Chamria (DIN: 08814424), who retires by rotation and, being eligible, offered himself for re-appointment.

SPECIAL BUSINESS:

3. Re-appointment of Dr. Vinod Juneja (DIN: 00044311) as an Independent Director

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

"RESOLVED that pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (the Act), as amended from time to time, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), Dr. Vinod Juneja (DIN: 00044311), who has attained the age of 75 years, a Non-executive Director of the Company, who has given a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act and who holds the office till the conclusion of the 17th Annual General Meeting, being eligible, be and is hereby re-appointed as an Independent Director on the Board of the Company, for the second term of five years, till the conclusion of the 22nd Annual General Meeting of the Company.



FURTHER RESOLVED that the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company."

4. Re-appointment of Mr. Bharat Bakshi (DIN: 07648220) as an Independent Director

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

"RESOLVED that pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules framed thereunder, as amended from time to time, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), Mr. Bharat Bakshi (DIN: 07648220), a Non-executive Director of the Company, who has given a declaration that she meets the criteria of Independence as provided in Section 149(6) of the Act and who holds the office till the conclusion of the 17th Annual General Meeting, being eligible, be and is hereby re-appointed as an Independent Director on the Board of the Company, for the second term of five years, till the conclusion of the 22nd Annual General Meeting of the Company.

FURTHER RESOLVED that the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company."

5. Appointment of Mr. Vyapak Shrivastava (DIN: 10841180) as Non-executive Director

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

"RESOLVED that pursuant to the provisions of the Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Vyapak Shrivastava (DIN: 10841180), who was appointed as an Additional Director of the Company with effect from August 4, 2025, by the Board of Directors and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as Non-executive Director of the Company, liable to retire by rotation.

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FURTHER RESOLVED that the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company."

For and on behalf of the Board of Directors **ECap Equities Limited**

Swadesh Agrawal Executive Director & Company Secretary DIN: 10417688

Mumbai, September 10, 2025

Registered Office: -

Tower 3, Wing B, Kohinoor City Mall, Kohinoor City, Kirol Road, Kurla West, Mumbai – 400070

CIN: U74900MH2008PLC287466 Email - <u>cs@edelweissfin.com</u>

Website - www.ecap.edelweissfin.com



NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

- 2. Pursuant to the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, information in respect of the Director seeking appointment at the AGM is given in the Annexure to the Notice.
- 3. The Meeting is convened at shorter notice after obtaining the necessary consent of the Members as required under the Companies Act, 2013.
- 4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- 5. The Statutory Registers of the Company will be available for inspection by the members at the AGM and at the Registered Office of the Company during the business hours on all working days up to the date of the AGM.
- 6. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.



Annexure to the Notice dated September 10, 2025

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

Item No. 3:-

The Members at the Extraordinary General Meeting held on August 19, 2022 had appointed Dr. Vinod Juneja as an Independent Director of the Company for the first term of three years till the conclusion of the Annual General Meeting for the financial year ending March 31, 2025.

Based on the recommendations of the Nomination and Remuneration Committee of the Company (the Committee), the Board of Directors at its Meeting held on August 4, 2025, considered and approved the re-appointment of Dr. Vinod Juneja as an Independent Director of the Company, for the second term of five years, till the conclusion of the 22nd Annual General Meeting of the Company to be held in the year 2030, subject to the approval of the Members of the Company.

Dr. Vinod Juneja holds a degree of Bachelor of Law and PhD. He has rich and varied experience of more than 3 decades in the Banking Industry with special expertise in International Banking, Foreign Exchange Syndication and Marketing and has worked with various domestic and international banks in senior positions. In recognition of his services, Dr. Juneja was conferred with various awards which includes Udyog Ratna Award, Bharat Gaurav Award, Gold Star Award, International Gold Star Award, Achievers Excellence Award. He is also an active member of various business organisations and also on the Board of reputed companies.

Dr. Juneja has given his consent for the re-appointment as an Independent Director of the Company and a declaration to the effect that he meets the criteria of independence as prescribed under Section 149 of the Companies Act, 2013 read with the Rules framed thereunder (the Act) and the Securities and Exchange Board of India (Listing Obligations and Requirements) Regulations, 2015 (the Listing Regulations), and that he is not disqualified from being re-appointed as a Director of the Company as per the provisions of the Act and the Listing Regulations. Dr. Juneja has attained the age of 75 years. Dr. Juneja is not debarred from being appointed as a Director by the Securities and Exchange Board of India or any other authority.

Dr. Juneja is a person of integrity and has relevant skills, experience and expertise in the area of Financial Services and Banking, for him to be appointed as an Independent Director on the Board of Directors of the Company. The Board of Directors of the Company is of the view that Dr. Juneja possesses and has the requisite skills and capabilities and has expertise in financial services sector having complex business and regulatory contexts, strategic planning and understanding of economic trends. He has leadership experience in handling



financial management, as identified and required for an Independent Director of the Company.

Based on the performance evaluation, the recommendations of the Committee and considering the qualifications, experience and the valuable contribution made by Dr. Juneja, the Board recommends the re-appointment of Dr. Juneja as an Independent Director for the second term of five years till the conclusion of the 22nd Annual General Meeting of the Company. The Company has received a notice from a Member under Section 160 of the Act, proposing the candidature of Dr. Juneja as an Independent Director of the Company.

Dr. Juneja is not related to any Director and Key Managerial Personnel of the Company.

The Board recommends the passing of Resolution as set out in Item No. 3 of the Notice as Special Resolution.

Except Dr. Juneja, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested in this item of business, in any manner whatsoever.

<u>Item No. 4:-</u>

The Members at the Extraordinary General Meeting held on August 19, 2022 had appointed Mr. Bharat Bakshi as an Independent Director of the Company for the first term of three years till the conclusion of the Annual General Meeting for the financial year ending March 31, 2025.

Based on the recommendations of the Nomination and Remuneration Committee of the Company (the Committee), the Board of Directors at its Meeting held on August 4, 2025, considered and approved the re-appointment of Mr. Bharat Bakshi as an Independent Director of the Company, for the second term of five years, till the conclusion of the 22nd Annual General Meeting of the Company to be held in the year 2030, subject to the approval of the Members of the Company.

Mr. Bharat Bakshi is a Commerce Graduate and a practicing Chartered Accountant and has a wide experience of more than 35 years in the field of Accounting and Taxation.

Mr. Bakshi has given his consent for the re-appointment as an Independent Director of the Company and a declaration to the effect that he meets the criteria of independence as prescribed under Section 149 of the Companies Act, 2013 read with the Rules framed thereunder (the Act) and the Securities and Exchange Board of India (Listing Obligations and Requirements) Regulations, 2015 (the Listing Regulations), and that he is not disqualified from being re-appointed as a Director of the Company as per the provisions of the Act and the Listing Regulations. Mr. Bakshi is not debarred from being appointed as a Director by the Securities and Exchange Board of India or any other authority.



Mr. Bakshi is a person of integrity and has relevant skills, experience and expertise in the areas of in the field of accounting and taxation, financial markets and regulation etc., for him to be appointed as an Independent Director on the Board of Directors of the Company. The Board of Directors of the Company is of the view that Mr. Bakshi possesses and has the requisite skills and capabilities, as identified and required for an Independent Director of the Company.

Based on the performance evaluation, the recommendations of the Committee and considering the qualifications, experience and the valuable contribution made by Mr. Bakshi, the Board recommends the re-appointment of Mr. Bakshi as an Independent Director for the second term of five years till the conclusion of the 22nd Annual General Meeting of the Company. The Company has received a notice from a Member under Section 160 of the Act, proposing the candidature of Mr. Bakshi as an Independent Director of the Company.

Mr. Bakshi is not related to any Director and Key Managerial Personnel of the Company.

The Board recommends the passing of Resolution set out in Item No. 4 of the Notice as Special Resolution.

Except Mr. Bakshi, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested in this item of business, in any manner whatsoever.

Item No. 5:-

Based on the recommendations of the Nomination & Remuneration Committee and considering the qualification and experience, the Board of Directors (the Board) at its Meeting held on August 4, 2025, appointed Mr. Vyapak Shrivastava as Non-executive Director of the Company in accordance with the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Requirements) Regulations, 2015 (the Listing Regulations).

Mr. Vyapak Shrivastava is a Chartered Accountant and have more than 20 years of experience in Audit, Financial Planning and Reporting, Advisory and Assurance. During his career, Mr. Shrivastava has developed and implemented risk-based audit strategy as per standards of Internal Auditing, guidelines and best practices. He has successfully conducted international audit quality reviews and has partnered devising financial strategies of various leading companies to support their business strategy aimed at optimizing business process.

The Company has received a notice from a Member under Section 160 of the Act, proposing the candidature of Mr. Shrivastava for the office of Director of the Company.



Mr. Vyapak Shrivastava is not related to any Director and Key Managerial Personnel of the Company.

The Board recommends the passing of Resolution set out in Item No. 5 of the Notice as an Ordinary Resolution.

Except Mr. Vyapak Shrivastava, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested in this item of business, in any manner whatsoever.

For and on behalf of the Board of Directors **ECap Equities Limited**

Swadesh Agrawal Executive Director & Company Secretary DIN: 10417688

Mumbai, September 10, 2025



DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT THE 17th ANNUAL GENERAL MEETING (AGM) PURSUANT TO REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS:

Name	Mr. Piyush Chamria	Dr. Vinod Juneja		
DIN	08814424	00044311		
Date of Birth	August 9, 1982	April 20, 1949		
Age	43 years	76 years		
Nationality	Indian	Indian		
Date of first Appointment	December 8, 2023	May 26, 2022		
Qualifications and experience	Mr. Chamria is a Charter Holder of CFA Institute, Charlottesville, USA and of PRMIA, USA and also holds Post- Graduate Diploma in Finance from XLRI Jamshedpur and a bachelor's degree in chemical engineering (Hons.) from Jadavpur University. Mr. Chamria has close to two decades of multifaceted domain expertise in the financial sector spanning across capital markets.	Dr. Vinod Juneja holds the degree of Bachelor of Law, Master's degree of Commerce and PhD. He has a rich and varied experience of more than 3 decades in the Banking Industry and has worked with various domestic and international banks in senior positions. In recognition of his services, Dr. Juneja was conferred with various awards which inter alia include Udyog Ratna Award, Bharat Gaurav Award, Gold Star Award, International Gold Star Award, and Achievers Excellence Award.		
Number of Board Meetings attended during FY 2024-25	4	5		
Terms and Conditions of appointment/ reappointment	Appointed as an Executive Director, liable to retire by rotation	Re-appointment as an Independent Director for the second term of five years.		
Remuneration to be paid	None	Entitled for sitting fees for attending Meetings of the Board and Committees and also the commission.		



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Remuneration last drawn	Refer Corporate Governance Report forming part of the Annual Report	Refer Corporate Governance Report forming part of the Annua Report		
Directorship in other Companies (Public Limited Companies)	Edelcap Securities Limited	 Nido Home Finance Limited Edel Finance Company Limited Edelweiss Rural & Corporate Services Limited Edelweiss Retail Finance Limited 		
Listed entities from which the Director resigned in the past three years	Nil	 Shristi Infrastructure Development Corporation Limited Shyam Telecom Limited Nuvama Wealth and Investment Limited 		
Memberships/ Chairmanships of Committees (includes only Audit Committee and Stakeholders Relationship Committee)	Nil	 Audit Committee: Edel Finance Company Limited – Chairman Edelweiss Rural & Corporate Services Limited – Chairman Nido Home Finance Limited- Member Edelweiss Retail Finance Limited – Member Stakeholders Relationship Committee: Edelweiss Rural & Corporate Services Limited - Member 		
Relationship between Directors inter-se and Key Managerial Personnel of the Company	None	None		
No. of shares held in the Company including shareholding as a beneficial owner	Nil	Nil		



Name	Mr. Bharat Bakshi	Mr. Vyapak Shrivastava
DIN	07648220	10841180
Date of Birth	November 21, 1960	November 10, 1977
Age	64 years	48 years
Nationality	Indian	Indian
Date of first Appointment	May 26, 2022	August 4, 2025
Qualifications and experience	Mr. Bharat Bakshi is a Commerce Graduate and a practicing Chartered Accountant and has a wide experience of more than 35 years in the field of Accounting and Taxation.	Chartered Accountant with more than 20 years of experience in Audit, Financial Planning and
Number of Board Meetings attended during FY 2024-25	5	None
Terms and Conditions of appointment/ reappointment including remuneration	Re-appointment as an Independent Director for the second term of five years.	Appointed as a Non-executive Director, liable to retire by rotation.
Remuneration to be paid	Entitled for sitting fees for attending Meetings of the Board and Committees and also the commission.	



Remuneration last drawn	Refer Corporate Governance Report forming part of the Annual	
	Report	
Directorship in other Companies (Public Limited Companies)	 Edelcap Securities Limited Edelweiss Investment Adviser Limited Edelweiss Rural & Corporate Services Limited Edge Advisory and Management Services Private Limited 	 Edelweiss Asset Reconstruction Company Limited
Listed entities from which the Director resigned in the past three years	Nil	Nil
Memberships/ Chairmanships of Committees (includes only Audit Committee and Stakeholders Relationship Committee) in other Companies	Audit Committee: Edelweiss Rural & Corporate Services Limited- Member	Nil
Relationship between Directors inter-se and Key Managerial Personnel of the Company	None	None
No. of shares held in the Company including shareholding as a beneficial owner	Nil	Nil



ECap Equities Limited

Corporate Identity No. (CIN) - U74900MH2008PLC287466 Registered office: Tower 3, Wing B, Kohinoor City Mall, Kohinoor City, Kirol Road, Kurla (West), Mumbai - 400070

ATTENDANCE SLIP

Annual General Meeting

Monday, September 29, 2025 at 4.00 P.M. at the Registered Office of the Company at Tower 3, Wing B, Kohinoor City Mall, Kohinoor City, Kirol Road, Kurla (West), Mumbai - 400070

Folio No. /Client ID No./DP Id No.	
No. of shares	
	m/are a Registered Member/Authorised Representative of ection 113 of the Companies Act, 2013 of the Company.
September 29, 2025 at 4.00 P.	our presence at the Annual General Meeting on Monday, M. at the Registered Office of the Company at Tower 3, Wing B, inoor City, Kirol Road, Kurla (West), Mumbai - 400070 reof.
*Member's/ Authorised Representative's/ Proxy's fu	ll name in block letters
Member's/Authorised Repro Proxy's Signature	esentative/

Note: Please fill in this attendance slip and hand it over at the venue of the meeting.

*Please strike off whichever is not applicable.



PROXY FORM

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

ECap Equities Limited
Tower 3, Wing B,
Kohinoor City,
Kirol Road, Kurla (West),
Mumbai - 400 070
Email: <u>cs@edelweissfin.com</u>
Folio No. / Depository A/c No
I/We, being the member (s) of
company, hereby appoint:

1. Name	2. Name	3. Name
Address	Address	Address
E-mail Id	E-mail Id	E-mail Id
Signature	Signature	Signature
or failing him	or failing him	or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 17th Annual General Meeting of the Company, to be held on Monday, September 29, 2025 at 4.00 p.m. at the Registered Office of the Company at Tower 3, Wing B, Kohinoor City, Kirol Road, Kurla (West), Mumbai – 400 070 and at any adjournment thereof in respect of such resolutions are indicated below:-



Sr.	Resolution	For	Against
No.			
	<u>Ordinary Business</u>		
1.	To consider and adopt the audited Standalone and		
	Consolidated Financial Statements of the Company		
	for the financial year ended March 31, 2025,		
	together with the Reports of the Board and		
	Auditors thereon;		
2.	To appoint a Director in place of Mr. Piyush		
	Chamria (DIN: 08814424) who retires by rotation		
	and, being eligible, has offered himself for re-		
	appointment.		
	Special Business		
	_		
3	Re-appointment of Dr. Vinod Juneja		
	(DIN: 00044311) as an Independent Director		
4	Re-appointment of Mr. Bharat Bakshi		
	(DIN: 07648220) as an Independent Director		
5	Appointment of Mr. Vyapak Shrivastava		
	(DIN: 10841180) as Non-executive Director		

Signed this day of	2025	Affix Revenue
Stamp		
Signature of shareholder:		
Signature of Proxy holder(s):		

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



Route Map of the venue of the 17th Annual General Meeting (AGM) of ECap Equities Limited to be held on Monday, September 29, 2025

AGM Venue: -

Tower 3, Wing 'B', Kohinoor City, Kirol Road, Kurla (West), Mumbai - 400 070

Prominent Landmark: -

Near Kohinoor Hospital, Kohinoor City, Kirol Road, Kurla (West), Mumbai - 400 070

