



EXPERIENCES UNFORGETTABLE

**Date: 19<sup>th</sup> August, 2025**

To,  
The Secretary, Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

**Scrip Code: 544248**

**Scrip ID: MCEL**

Dear Sir/Madam,

**Sub: Notice of the Twenty First (21<sup>st</sup>) Annual General Meeting of the Company for the financial year 2024-25**

Pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (Listing Regulations), Please find attached the Notice for the 21st Annual General Meeting of the Company, scheduled to be held on Friday, September 12, 2025, at 16:00 hours (IST) via Video Conference/Other Audio-Visual Means. This Notice is part of the Annual Report for the Financial Year 2024-25 and is being sent electronically to the shareholders of the Company.

Notice of the Twenty First (21st) Annual General Meeting of the Company for the financial year 2024-25 is also available on the Company's website at <https://www.machconferences.com>.

You are requested to take the document on record.

Yours faithfully,

For **Mach Conferences and Events Limited**

Yashashvi Srivastava  
**Company Secretary & Compliance Officer**

Encl. as above

**Mach Conferences & Events Ltd.**

**(Formerly known as Mach Conferences & Events Pvt. Ltd.)**

CIN No. L74110DL2004PLC126130

**Corp. Office:** C-127, 2<sup>nd</sup> Floor, Sector - 2, NOIDA (Delhi NCR) -201301, UP (INDIA) **Ph:** +91 120 4747000

**Registered Office:** 2nd Floor, Back Side, Office no. 4, Master Space, Plot no.27, KH/Mustatil, No.154, Killa No.19/2, Uggarsain Park, Dichaon Road, Najafgarh Street No.2, Najafgarh, New Delhi - 110043.

**Mumbai Office :** K Raheja platinum, Saugbaug lane,  
off Andheri Kurla road, Marol, Andheri East, Mumbai 400059.

**Email:** info@machconferences.com | **Website :** www.machconferences.com





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## **NOTICE OF 21<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

NOTICE is hereby given that the **21<sup>st</sup> Annual General Meeting (“AGM”)** of the Members of **Mach Conferences and Events Limited** (the “Company”) will be held on Friday, September 12, 2025 at 16:00 hours IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the Ordinary & Special Businesses mentioned below.

The proceedings of the AGM shall be deemed to be conducted at the registered office of the Company at Office No-4, 2nd/Floor, Master Space, Plot No-27, KH/Mustatil No-154, Killa No-19/2, Uggarsain Park, Dichaon Road, Najafgarh Street No- 2, Najafgarh, South West Delhi, New Delhi, Delhi - 110043.

### **ORDINARY BUSINESSES:**

**1. To receive, consider and adopt the Annual Audited Financial Statements (Standalone & Consolidated) of the Company for the financial period ended March 31, 2025 together with the reports of directors and auditors thereon:**

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

“**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

“**RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

**2. To declare final dividend of INR 1.00/- on equity shares of face value of INR 10.00/- each for the financial year ended March 31, 2025:**

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

“**RESOLVED THAT** a dividend at the rate of INR 1.00/- (10%) per equity share of INR 10.00/- each fully paid up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31st March, 2025.”

**3. To appoint a director in place of Mrs. Laveena Bhatia (DIN:00351437), who retires by rotation and being eligible, offers herself for re-appointment:**

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, Mrs. Laveena Bhatia (DIN:00351437), who retires by



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rotation at this Annual General Meeting be and is hereby re-appointed as a Director of the Company.”

**4. To consider re-appointment of M/s. Gulati Sandeep & Co., Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration:**

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

“**RESOLVED THAT** pursuant to the provisions of sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Gulati Sandeep & Co. Chartered Accountants (ICAI Firm Registration No. 008694N) be re-appointed as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from the conclusion of this Twenty-First (21st) Annual General Meeting (AGM) until the conclusion of the Twenty-Sixth (26th) AGM to be held in the year 2030, at a remuneration to be determined by the Board of Directors of the Company in addition to out of pocket expenses as may be incurred by them during the course of the audit.

**FURTHER RESOLVED** that the Board of Directors of the Company (including any Committee thereof), be authorised on behalf of the Company, including but not limited to determine role and responsibilities/ scope of work of the Statutory Auditors, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Accounting Standards or the Companies Act, 2013 or Rules framed thereunder or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other requirements resulting in any change in the scope of work, etc., without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution.”

**SPECIAL BUSINESSES:**

**5. To approve the Mach Conferences Employee Stock Option Plan for the eligible employees of Mach Conferences & Events Limited**

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

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time (‘SEBI SBEB & SE Regulations’) and the SEBI (Listing



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Obligations and Disclosure Requirements) Regulations, 2015, the approval of the board of directors of the Company ("Board") vide resolution dated 23<sup>rd</sup> May, 2025, the relevant provisions of the Memorandum of Association and the Articles of Association of the Company and subject to the approval of Bombay Stock Exchange (BSE) Limited where the shares of the company are listed and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the members of the Company be and is hereby accorded to approve the 'MACH CONFERENCES AND EVENTS Employees Stock Option Plan (hereinafter referred to as the "MACH CONFERENCES ESOP 2025") and to the Board (which term shall be deemed to include the Employee Stock Option Plan Committee ("ESOP Committee"), if any, constituted to exercise its powers, including the powers, conferred by this resolution), to offer and grant, up to 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} employee stock options, unless otherwise decided by the Board / ESOP Committee, to the eligible employees of the Company, determined in accordance with the terms of MACH CONFERENCES ESOP 2025, from time to time, in one or more tranches, exercisable in aggregate into not more than 4% of the total post-issue capital as equity shares of the Company, with each such option being exercisable for one equity share of a face value of Rs. 10/- (Rupees Ten only) each fully paid-up on payment of the requisite exercise price to the Company, and on such terms and conditions as may be determined by the Board / NRC Committee in accordance with the provisions of the MACH CONFERENCES ESOP 2025 and provisions of applicable law as may be prevailing at that time.

**RESOLVED FURTHER THAT** approval of the members of the Company be and is hereby accorded to implement the MACH CONFERENCES ESOP 2025 and to allot such number of equity shares of the Company, not exceeding 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} equity shares of face value of Rs. 10/- (Rupees Ten only) each fully paid up, to the eligible employees pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013, upon due exercise of the options granted to them in accordance with MACH CONFERENCES ESOP 2025, at such price as may be deemed fit, in due compliance with the provisions of the Companies Act, 2013, including any rules framed thereunder.

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as bonus issue, rights issue and others, the Board be and is hereby authorised to do all acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws for the purpose of making a fair and reasonable adjustment to the employee stock options granted including issue of any additional equity shares by the Company to the employee stock option grantees and the ceiling of 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} of options / equity shares shall be deemed to increase to the extent of such additional equity shares issued.

Provided that any adjustments made shall ensure that the total value to the grantee remains the same before and after such corporate action, in compliance with the SEBI SBEB & SE Regulations.



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**RESOLVED FURTHER THAT** in case the equity shares of the Company are either sub-divided or consolidated, then the number of options available for being granted under the MACH CONFERENCES ESOP 2025, shall stand modified accordingly, so as to ensure that the cumulative paid up value of the total equity shares arising out of exercise of options that can be issued remains unchanged, without affecting any other rights or obligations of the option grantees.

Provided that no amendment that is considered material under the SEBI SBEB & SE Regulations shall be made to the Scheme without prior approval of the shareholders by way of a special resolution.

**RESOLVED FURTHER THAT** the Company shall obtain in-principle approval from the relevant stock exchange(s) for listing of equity shares arising from exercise of options, prior to grant of options under the Scheme, in compliance with Regulation 28 of the SEBI LODR Regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary or desirable for such purpose and on behalf of the Company, to settle any question, difficulty or doubt that may arise in regard to such issue or offer, allocation, allotment and to make any consequential modifications, changes, variations, alterations or revisions in MACH CONFERENCES ESOP 2025, in conformity with the provisions of the Companies Act, 2013, the Memorandum of Association and Articles of Association of the Company and other applicable laws and do all such acts, deeds, things as may be necessary or desirable in connection with or incidental to giving effect to these resolutions.”

By the order of the Board of Directors  
For **Mach Conferences and Events Limited**

Sd/-  
Yashashvi Srivastava  
**Company Secretary & Compliance Officer**

Date: 19<sup>th</sup> August, 2025  
Place: Delhi



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## NOTES AND SHAREHOLDER INFORMATION:

1. The Ministry of Corporate Affairs (“MCA”) vide its General Circular Nos. 20/2020 dated 5th May, 2020, and Circular No. 09/2024 dated 19th September, 2024 (collectively referred to as “MCA Circulars”) and the Securities and Exchange Board of India (“SEBI”) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, and Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated 3rd October, 2024 (“SEBI Circulars”), have permitted convening the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) or any Other Audio Visual Means (“OAVM”) without the physical presence of the Members at a common venue.

In compliance with the said MCA and SEBI Circulars and applicable provisions of the Companies Act, 2013 (“the Act”) read with Rules made thereunder and the SEBI Listing Regulations, the 21<sup>st</sup> AGM of the Company is being conducted through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company as stated in the notice.

2. Pursuant to provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint proxy to attend and vote on his/her/their behalf and a proxy need not be a Member. Pursuant to the applicable MCA Circulars read with Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024, physical attendance of Members has been dispensed with. Further, SEBI vide its Notification dated 12th December, 2024, amended SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘Listing Regulations’), whereby the requirement to send proxy forms shall not be applicable to general meetings held only through electronic mode. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by ICSI, Regulation 44 of Listing Regulations, and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020 and May 5, 2020, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 21<sup>st</sup> AGM and to those Members participating in the 21<sup>st</sup> AGM, to cast vote through e-Voting system during the AGM. For this purpose, the Company has entered into an agreement with **National Securities Depository Limited (“NSDL”)** for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting on the date of the AGM will be provided by NSDL.
4. **Route Map:** Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not required to be annexed hereto.



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5. **Quorum:** Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. The Board of Directors of the Company has appointed M/s. Dhirender Tripathi and Associates, Practicing Company Secretaries, as Scrutinizer to scrutinize the process of remote e-voting and e-voting during AGM in a fair and transparent manner. The results of the e-voting shall be declared to the Stock Exchanges within the timeframe prescribed under the Act and Listing Regulations. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company:- [www.machconferences.com](http://www.machconferences.com).
7. Corporate/Institutional Members are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/ Institutional Members intending to authorise their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board resolution/authorisation letter to the Scrutiniser at e-mail ID [dhirenderadvocate85@gmail.com](mailto:dhirenderadvocate85@gmail.com) with a copy marked to the Company at [compliance@machconferences.com](mailto:compliance@machconferences.com), and [evoting@nsdl.com](mailto:evoting@nsdl.com), authorising its representative(s) to attend through VC/OAVM and vote on their behalf at the Meeting, pursuant to section 113 of the Act. Also, read the instructions given in heading 'General Guidelines for Shareholders' in this regard.
8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, along with the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, and all relevant documents referred to in this Notice of the AGM and the accompanying Explanatory Statement, are available for inspection. Members who wish to inspect these documents may send a request via email to [compliance@machconferences.com](mailto:compliance@machconferences.com).
9. 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 for 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.
10. The Company's Registrar and Transfer Agent for its Share Registry Work is **Skyline Financial Services Private Limited**, having their office at D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi, Delhi- 110020, India.



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11. According to the Regulation 36(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Integrated Annual Report for the financial year 2024-25 comprising of the Audited Financial Statements, reports of the Board of Directors and Statutory Auditors' thereon and other documents required to be attached therewith including the Notice of the 21<sup>st</sup> AGM of the Company are dispatched only through electronic mode to those Shareholders whose e-mail address is registered with the Company or the Depositories or the Depository Participant(s) ("DPs") or with Skyline Financial Services Private Limited, Registrar & Share Transfer Agent ("RTA").
12. The physical copies of the Notice of AGM and Integrated Annual Report for the financial year 2024-25 will be despatched to those shareholders who request for the same. The Notice of the AGM and Integrated Annual Report for the financial year 2024-25 will also be made available on the Company's website i.e. **www.machconferences.com** and on the website of Stock Exchange where the equity shares of the Company are listed, i.e., **www.bseindia.com** and on the website of National Securities Depository Limited ("NSDL") at **www.evoting.nsdl.com**.
13. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and is holding shares as of the cut-off date i.e. 5th day of September 2025, may send a request for Login ID and password at [evoting@nsdl.com](mailto:evoting@nsdl.com) or [admin@skylinerta.com](mailto:admin@skylinerta.com) quoting their Client ID, DP ID / Folio No.
14. The Company will be sending a letter to shareholders whose email addresses are not registered with Company/RTA/ Depository Participant(s), providing the weblink of the Company's website from where the Notice of the AGM and Integrated Annual Report for the financial year 2024-25 can be accessed.
15. **Manner of registering/updating email addresses:** In order to receive Notice of AGM and Integrated Annual Report electronically, Members are requested to register/update their email addresses with the Depositories through the concerned Depository Participant(s).

#### 16. Dividend:

The Board of Directors of the Company at their meeting held on Friday, May 23, 2025 have approved and recommended payment of final dividend of INR 1.00/- on equity shares of face value of INR 10/- each for the financial year ended March 31, 2025, subject to approval of shareholders at the ensuing AGM of the Company. The record date for the purpose of final dividend is 5<sup>th</sup> September, 2025. The final dividend, if approved by the shareholders will be paid electronically after Friday, September 12, 2025 to those members:



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- a) whose names appear in the Register of Members as at the end of business hours on Friday, 5<sup>th</sup> September, 2025.
- b) whose names appear as Beneficial Owners as at the end of business hours on Friday, 5<sup>th</sup> September, 2025, in the list of Beneficial Owners to be furnished by NSDL/CDSL in respect of the shares held in electronic form.

To avoid delay in receiving dividend, shareholders are requested to update their KYC Details with their depositories to receive dividend directly into their bank account on the payout date.

17. SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Transfer Agent for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the National Electronic Clearing Service (NECS)/ National Electronic Fund Transfer (NEFT)/Real Time Gross Settlement (RTGS)/Direct Credit, etc.

Members holding shares in demat form are requested to update their bank account details with their respective Depository Participants (“DPs”). The Company or RTA cannot act on any request received directly from the Members holding shares in dematerialised form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Shareholders are requested to ensure that their bank account details in their respective demat accounts are updated to enable the Company to provide timely credit of dividend in their bank accounts.

#### 18. TAX DEDUCTIBLE AT SOURCE / WITHHOLDING TAX (TDS):

**TDS ON DIVIDEND:** Pursuant to the Income-Tax Act, 1961, as amended by the Finance Act, 2020, dividends paid or distributed by a company on or after 1st April, 2020 has become taxable in the hands of the shareholders and therefore, the Company shall be required to deduct tax at source (TDS) from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, shareholders are requested to refer to the Finance Act, 2025 and amendments thereof. Shareholders are requested to update their Permanent Account Number (“PAN”) with the Depositories on or before 5<sup>th</sup> September, 2025.

**For Resident Shareholders:** Tax shall be deducted at source under section 194 of the Income-Tax Act, 1961 at the rate of 10% on the amount of Dividend declared and paid by the Company during the Financial Year 2025-26 provided a valid PAN is provided by the shareholder. In case shareholders do not have PAN or have invalid PAN or have not registered their valid PAN details with their DP or shareholder's PAN is not linked



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with Aadhaar TDS at the rate of 20% shall be deducted under Section 206AA of the Income-Tax Act, 1961.

- a) **For Resident Individual:** No TDS shall be deducted on the Dividend payable to a resident Individual if the total dividend to be received during FY 2025-26 does not exceed Rs. 10,000. Please note that this includes the future dividends, if any, which may be declared by the Board in the FY 2025-26.

Separately, in cases where the shareholder provides Form 15G (applicable to individuals) / Form 15H (applicable to individuals who are 60 years and above), no tax at source shall be deducted provided that the eligibility conditions are being met. Needless to say, PAN is mandatory. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

**b) For Resident Non-Individual:** No tax shall be deducted on the dividend payable to the following resident non-individuals where they provide relevant details and documents:

**i. Insurance Companies:** Self-declaration that it qualifies as 'Insurer' as per section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the ordinary shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority of India (IRDAI)/LIC/GIC.

**ii. Mutual Funds:** Self-declaration that it is registered with SEBI and is notified under section 10 (23D) of the Income-Tax Act, 1961 along with self-attested copy of PAN card and certificate of registration with SEBI.

**iii. Alternative Investment Fund (AIF):** Self declaration that its income is exempt under section 10 (23FBA) of the Income-Tax Act, 1961 and they are registered with SEBI as Category I or Category II AIF along with self-attested copy of the PAN card and certificate of AIF registration with SEBI.

**iv. New Pension System (NPS) Trust:** Self declaration that it qualifies as NPS trust and income is eligible for exemption under section 10(44) of the Income-Tax Act, 1961 and is being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.

**v. Recognized Provident Fund:** Self-attested copy of a valid order from Commissioner under Rule 3 of Part A of Fourth Schedule to the Income-Tax Act, 1961 or self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees' Provident Funds Act, 1952.

**vi. Approved Superannuation Fund:** Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Fourth Schedule to the Income-Tax Act, 1961.



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**vii. Approved Gratuity Fund:** Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part C of Fourth Schedule to the Income-Tax Act, 1961.

**viii. National Pension Scheme:** A declaration that the NPS is exempt under Section 10(44) of the Income-Tax Act, 1961 and registration taken under Pension Fund Regulatory and Development Authority Act, 2013.

**ix. Other Non-Individual shareholders:** Self attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN card.

**For Non-resident Shareholders:** Taxes are required to be withheld in accordance with the provisions of section 195 read with section 115A of the Income-Tax Act, 1961 at the rate of 20% (plus applicable surcharge and cess) on the amount of Dividend payable to them. In case of GDRs and Foreign Portfolio Investors (“FPI”)/ Foreign Institutional Investors (“FII”), the withholding tax shall be as per the rates specified in sections 196C and 196D of the Income-Tax Act, 1961 respectively (plus applicable surcharge and cess) on the amount of Dividend payable to them.

However, as per section 90 of the Income-Tax Act, 1961, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement (“DTAA”) between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e. to avail the Tax Treaty benefits, the non-resident shareholder will have to provide the following:

- Self-attested copy of the PAN card allotted by the Indian Income-Tax authorities.
- Self-attested copy of Tax Residency Certificate (TRC) for Financial Year 2025-26 obtained from the tax authorities of the country of which the shareholder is a resident.
- Shareholders who have PAN and propose to claim treaty benefit need to mandatorily file the Form 10F online at <https://eportal.incometax.gov.in/> with effect from 1st April, 2023 to avail the benefit of DTAA.
- Self-declaration by shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement for Financial Year 2025-26.
- Self-declaration by the non-resident shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty.
- In case of FIIs and FPIs, copy of SEBI registration certificate.
- In case of shareholder being tax resident of Singapore, a letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore DTAA.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-Resident shareholder.



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### **Declaration Under Rule 37BA**

In case the dividend income is assessable to tax in the hands of a person other than the registered shareholder as on September 4, 2025, in terms of Rule 37BA of the Income Tax Rules, 1962, the registered shareholder is required to furnish a declaration containing the name, address, PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person on or before September 5, 2025. No request in this regard would be accepted by the Company after the said date or payment of dividend.

19. Members may submit the aforementioned documents at [compliance@machconferences.com](mailto:compliance@machconferences.com), in order to enable the Company to determine and deduct appropriate tax. It may be further noted that in case the tax on said dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents from the shareholders, there would still be an option available with the shareholders to file the return of income and claim an appropriate refund, if eligible.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also provide the Company with all information/documents and co-operation in any appellate proceedings.

The Company shall arrange to email the soft copy of TDS certificate to the shareholders at the registered email ID in due course, post payment of the said Dividend.

An email communication informing the shareholders regarding TDS as well as the relevant procedure to be adopted by them to avail the applicable tax rate is being sent by the Company at the registered email IDs of the Shareholders.

20. **IEPF:** Under section 124 of the Act, dividends that are unclaimed/unpaid for a period of seven years are required to be transferred to the Investor Education and Protection Fund (“IEPF”) administered by the Central Government.
21. **NOMINATION:** Members holding shares in electronic form may contact their respective DPs for availing this facility.
22. **TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:** As per Regulation 40 of the Listing Regulations, securities of listed companies can be transferred only in dematerialised form with effect from 1st April, 2019, except in case of transmission or transposition of securities. Further, SEBI vide its Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated 7th May, 2024, has mandated that



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securities shall be issued only in dematerialised mode while processing duplicate/  
unclaimed suspense/ renewal/ exchange/ endorsement/ sub-division/ consolidation/  
transmission/ transposition service requests received from physical securities holders.

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## ANNEXURE TO NOTICE

### ADDITIONAL INFORMATION WITH RESPECT TO ITEM NO. 3.

#### **Item No.3**

Mrs. Laveena Bhatia (DIN:00351437), Whole-time Director of the company is liable to retire by rotation and being eligible, offers herself for re-appointment.

#### **Brief Profile:**

Laveena Bhatia is the Whole-Time Director and a key promoter of the company, serving as a director since its inception. With over 20 years of experience in the MICE (Meetings, Incentives, Conferences, and Events) industry, she is a visionary leader, known for her expertise in event management, client engagement, and destination event planning. A graduate of the University of Delhi in the year 1995, Laveena has significantly contributed to creating impactful corporate and incentive travel experiences. Her exceptional work was recognized at the India Travel Awards North 2023, where she was honored as a Women Leader in the MICE industry. She also holds directorships and full-time roles in Mach Conventions and Voyages Private Limited and Mach Horizon LLP, where she continues to drive innovation and excellence across operations.

#### **Other Details:**

|   |  |
|---|--|
| <b>Age</b>                                    | 50   |
| <b>Qualifications</b>                         | She is a graduate in Bachelor of Arts from the University of Delhi in the year 1995.   |
| <b>Experience</b>                             | Laveena Bhatia is an accomplished professional and visionary leader in the MICE industry, bringing over 20 years of rich experience in event management, client engagement, and destination event planning.  |
| <b>Date of first appointment</b>              | 29-04-2004   |
| <b>Remuneration last drawn (FY 2024-25)</b>   | The details of remuneration paid to her for FY2024 is provided in the annual return. The same can be accessed at:<br><a href="https://www.machconferences.com/investors-relations/annual-reports.html">https://www.machconferences.com/investors-relations/annual-reports.html</a> |
| <b>Current Designation</b>                    | Whole-time Director  |
| <b>Relationship with other directors</b>      | Mr. Amit Bhatia, Chairman & Managing Director), is husband of Mrs. Laveena Bhatia.   |
| <b>Directorship in other listed companies</b> | NA   |



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|  |   |
|--|---|
| <b>Membership/Chairmanship of Board Committees</b> | Laveena Bhatia is the member of the following committees of the Company:<br><br>1. Stakeholders Relationship Committee(SRC)<br><br>2. Corporate Social Relationship (CSR) Committee |
| <b>Shareholding in the Company</b>                 | Mrs. Laveena Bhatia holds 14,70,800 Number of shares / (6.99 percent) of total shareholdings of Mach Conferences and Events Limited.  |
| <b>Past Performance</b>                            | Mrs. Laveena Bhatia has made significant contributions during her tenure.   |
| <b>Reason for re-appointment</b>                   | She has made significant contributions during her tenure.   |
| <b>Non-compliance</b>                              | There is no instance of non-compliance by Mrs. Laveena Bhatia during her tenure.  |



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## **EXPLANATORY STATEMENT PURSUANT TO REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

### **Item No.4**

#### **To consider re-appointment of M/s. Gulati Sandeep & Co., Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration**

M/s. Gulati Sandeep & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company at the 16<sup>th</sup> Annual General Meeting for a period of five (5) years, until the conclusion of the 21<sup>st</sup> AGM to be held in the year 2025. M/s. Gulati Sandeep & Co., are eligible for re-appointment for a second term of 5 (five) years and have given their consent for their re-appointment as Statutory Auditors of the Company and have issued a certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of section 139 read with section 141 of the Companies Act, 2013 ('the Act') and the rules made thereunder. M/s. Gulati Sandeep & Co. have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder. Further, the Auditors have reported their independence from the Company and its subsidiaries according to the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the ethical requirements relevant to audit. Considering their performance for the last 5 years, the Audit Committee has recommended the re-appointment of M/s. Gulati Sandeep & Co. to the Board of Directors of the Company, which the Board has accepted and approved, subject to the approval of the Members.

#### **Basis of Recommendation:**

The recommendation is based on various factors like Audit Methodology, Controls, Knowledge and Reputation of the Firm. It is hereby proposed to re-appoint M/s. Gulati Sandeep & Co., Chartered Accountants (ICAI Firm Registration No. 008694N), as the Statutory Auditors of the Company for a second consecutive term of 5 (five) years, who shall hold office from the conclusion of this Twenty-First AGM (21<sup>st</sup>) until the conclusion of the Twenty-Sixth (26<sup>th</sup>) AGM of the Company.

#### **Proposed Remuneration:**

The Board of Directors have approved a remuneration not exceeding Rs. 15,00,000/-, for the F.Y. 2025-26 for the following services: Audit of Annual Standalone and Consolidated Financial Statements and Financial Results, Audit of Internal Financial Controls over Financial Reporting, Limited Reviews of quarterly/half-yearly results (as the case may be) as per SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Tax Audit plus applicable taxes and out of pocket expenses, as may be incurred, in connection with the aforesaid.

The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors. The remuneration proposed to be paid to



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the Statutory Auditors for the subsequent years of the second and final term will be determined judiciously by the Board of Directors from time to time based on the recommendations of the Audit Committee and in consultation with the Statutory Auditors, which will be commensurate with the services rendered by them during the said tenure. Besides the audit services, the Company would also avail other permitted services from the Statutory Auditors, as may be required from time to time, for which the Auditors will be remunerated separately on mutually agreed terms.

## **EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)**

### **SPECIAL BUSINESSES:**

#### **Item No. 5**

Stock options have been recognized internationally as an effective instrument to incentivize and reward its senior leadership team and key management team (“Key Personnel”), providing an opportunity to eligible employees to share the growth of the company, and to create long term wealth in the hands of the employees. It creates a sense of ownership between the company and its employees, paving the way for a unified approach to the common objective of enhancing overall shareholders value.

In the present competitive economic environment in the country and in the long-term interests of the Company and its shareholders, it is necessary that the Company adopts suitable measures for attracting and retaining qualified, talented and competent personnel.

An employee stock option scheme, designed to foster a sense of ownership and belonging amongst personnel, is a well-accepted approach to this end. It is, therefore, appropriate to consider an Employee Stock Option Scheme for the employees of the Company and subsidiary company(ies).

The Board of Directors of the Company, at its meeting held on 23/05/2025 approved the MACH CONFERENCES Employees Stock Option Plan (hereinafter referred to as the “MACH CONFERENCES ESOP 2025”) for the benefit of eligible Employees and subsidiary company(ies).

### **Disclosure/main features of MACH CONFERENCES ESOP 2025 pursuant to the Companies Act, 2013 are as under:**

**a. Brief description of the Scheme:** Based on the Board meeting held on 23/05/2025, the MACH CONFERENCES ESOP 2025 was finalized for eligible employees according to the following criteria:

- The aggregate number of Options that may be Granted under this ESOP Plan shall not exceed 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only}



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shares (04% of 2,19,13,600 shares) subject to adjustment as may be required due to any Corporate Action or Change in Capital Structure of the Company.

- Each of such Option(s) shall confer upon the Option Holder the right to subscribe 1 Share of the Company of face value Rs. 10 (Ten) each fully paid-up, at the Exercise Price.

**b. Total number of stock options to be granted:**

The total number of stocks granted under the Plan shall not exceed 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} Shares of the Company, unless otherwise determined by the Board / NRC Committee.

**c. Identification of classes of Employees entitled to participate in the Scheme:** As decided by the management on a case-by-case basis, eligibility will be determined by their qualifications or past performance, contribution to the company's growth, and the criticality of the position held within the company.

**d. The appraisal process for determining the eligibility of the Employees for the Scheme:** The appraisal process for determining employee's eligibility for the scheme involves a thorough evaluation of their performance and contributions to the company's growth. Additionally, feedback from supervisors and peers, as well as alignment with the company's strategic goals, will be considered to ensure a holistic assessment.

**e. Maximum number of options to be issued per Employee and in aggregate under the scheme(s):** 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} options.

**f. The method which the company shall use to value its options:** As per SEBI regulations for valuation, the company shall follow the regulations and provisions of SEBI (Securities and Exchange Board of India) by using a Category 1 Registered Merchant Banker, as well as comply with the Companies Act, 2013.

**g. The conditions under which option vested in employees may lapse e.g. in case of termination of employment for misconduct:** In the event of abandonment of employment by an Option Holder without the Employer Company's consent or termination of employment "for cause", all Options to such Employee, including the Vested Options, which were not Exercised at the time of abandonment of employment or termination "for cause", shall stand terminated with immediate effect. The term "for cause" shall include the following and any other grounds that may be designated as such under the employment agreement of any Employee:

- I. If any information, declaration or testimonials furnished by an Employee are found to be incorrect, incomplete or misleading in any way; or
- II. If an Employee is found to have willfully suppressed any material information; or
- III. If an Employee acts in contravention any Applicable Law or fail to comply with any of the Company's rules, regulations or policies; or



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- IV. If an Employee is guilty of misconduct or neglect/ dereliction of duty (including habitual absenteeism, non-adherence to office timings etc.), or has failed to perform his/her employment duties or commit any other breach of any obligations under the employment agreement of the Employee; or
  - V. If an Employee becomes the subject of bankruptcy, or found to have indulged in any financial irregularities; or
  - VI. If an Employee has or is accused of having committed an offence involving moral turpitude or engaged in acts involving fraud or dishonesty or commission of an unlawful act; or
  - VII. If an Employee acts in a manner, or engage in behavior, which is likely to bring the Company into disrepute or prejudice the interests of the Company; or
  - VIII. If an Employee takes any action which may result in a claim for compensation, damages, censure or the like being asserted against the Company by any person; or
  - IX. If an Employee has been found not to possess the skills, knowledge and competency for which he/she was hired, or the Employee's demonstrated performance has been found to be below par.
- h. the specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:** All vested Options may be Exercised by the Option Holder within the Exercise Period.
- i. a statement to the effect that the company shall comply with the applicable accounting standards:**

The company shall comply with the relevant Accounting Standard and all applicable provisions of the Companies Act, 2013 with regard to the ESOP Scheme.

The Board recommends the above resolution as given in **Item no. 5** for your approval as **Special Resolution**.

None of the Directors and Key Managerial Personnel or their relatives or any other officials of the Company except to the extent of their shareholding in the Company is in any way, financially or otherwise, concerned or interested in the resolution.

On behalf of the Board of Directors

For **Mach Conferences and Events Limited**

Sd/-

Yashashvi Srivastava

**Company Secretary & Compliance Officer**

Date: 19-08-2025

Place: Delhi



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## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND ACCESS TO THE 21<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY: -

The remote e-voting period begins on Tuesday, 09 September, 2025, 9:00 hours and ends on Thursday, 11 September, 2025, 17:00 hours. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday 5 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 5 September, 2025.

### **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 and joining virtual meeting 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. | <ol style="list-style-type: none"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’</li></ol> |

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 or joining virtual meeting & voting during the meeting.

3. 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 or joining virtual meeting & voting during the meeting.

4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**





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|   |  |
|---|--|
| <p>Individual Shareholders holding securities in demat mode with CDSL</p>                                     | <ol style="list-style-type: none"><li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li><li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li></ol> |
| <p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p> | <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 or joining virtual meeting &amp; voting during the meeting.</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 above mentioned website.



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**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

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<br><br>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   |



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|   |  |
|---|--|
|   | For example if your Beneficiary ID is 12***** then your user ID is 12*****   |
| c) For Members holding shares in Physical Form. | <p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p> |

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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.com](mailto:evoting@nsdl.com) 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.



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## **Step 2: Cast your vote electronically and join the Annual General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join Annual General Meeting 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 and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
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.

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### **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 [dhirenderadvocate85@gmail.com](mailto:dhirenderadvocate85@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). 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



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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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.com](mailto:evoting@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:**

1. 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@machconferences.com](mailto:compliance@machconferences.com).
2. 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@machconferences.com](mailto:compliance@machconferences.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.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. 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.



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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 AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 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@machconferences.com](mailto:compliance@machconferences.com). The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least three days prior to meeting: mentioning their name, demat account number/folio number, email id, mobile number between Monday, September 08,2025 (9:00a.m. IST) and Wednesday, September 10, 2025 (5:00p.m. IST) and the shareholders who do not wish to speak during the AGM but have queries may send their queries in advance three days prior to meeting mentioning their name, demat account number, folio number, email id, mobile number at [compliance@machconferences.com](mailto:compliance@machconferences.com). These queries will be replied to by the company suitably by email.



EXPERIENCES UNFORGETTABLE

7. The company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

#### INFORMATION AT A GLANCE:

| Particulars   | Details   |
|---|---|
| Time & Date of AGM  | Friday, 12 September, 2025, 16:00 hours IST   |
| Mode  | Video conference and other audio-visual means   |
| Participation through VC/OAVM   | <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>   |
| Helpline number for VC participation                                  | Tel: +91 22 4886 7000   |
| Cut-off date for eligibility of remote e-voting and voting at the AGM | Friday, 5 September, 2025   |
| E-voting start time and date  | Tuesday, 9 September, 2025, 9:00 hours  |
| E-voting end time and date  | Thursday, 11 September, 2025, 17:00 hours   |
| E-voting website of NSDL  | <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>   |
| Name, address and contact details of e-voting service provider        | <b>Contact name:</b> Pallavi Mhatre<br><b>National Securities Depository Limited,</b><br>T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051<br><b>Email ID's:</b> pallavid@nsdl.com<br>evoting@nsdl.com<br><b>Contact number:</b> 022 - 4886 7000 |
| Name, address and contact details of Registrar and Transfer Agent     | <b>Contact name:</b> Mr. Virender Kumar Rana<br><b>Skyline Financial Services Private Limited</b><br><b>Unit:</b> D-153/A, 1 <sup>st</sup> FLOOR, OKHLA INDUSTRIAL AREA, PHASE-I, NEW DELHI-110020<br><b>Email ID:</b> admin@skylinerta.com<br><b>Contact number:</b> +91-11-40450193-96                  |

On behalf of the Board of Directors  
For **Mach Conferences and Events Limited**

Sd/-  
Yashashvi Srivastava  
**Company Secretary & Compliance Officer**

Date: 19-08-2025  
Place: Delhi