

NOTICE of 22nd ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE TWENTY SECOND (22nd) ANNUAL GENERAL MEETING ('AGM') OF NATIONAL COMMODITIES MANAGEMENT SERVICES LIMITED ('THE COMPANY') WILL BE HELD ON TUESDAY, SEPTEMBER 29, 2026, AT 3:30 P.M.(IST) THROUGH VIDEO CONFERENCE ("VC")/OTHER AUDIO-VISUAL MEANS ("OAVM") ("HEREINAFTER REFERRED TO AS "ELECTRONIC MODE") FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT WEWORK VASWANI CHAMBERS, 2ND FLOOR, 264-265, DR ANNIE BESANT RD, MUNICIPAL COLONY, WORLI SHIVAJI NAGAR, WORLI COLONY, MUMBAI, MAHARASHTRA, INDIA, 400030, SHALL BE DEEMED AS THE VENUE FOR THE MEETING AND THE PROCEEDINGS OF THE 22nd A.G.M SHALL BE DEEMED TO BE MADE THEREAT TO TRANSACT THE BELOW-MENTIONED BUSINESS.

Ordinary Business

- 1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31 March 2026, together with the Report of the Auditors thereon.**

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

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and the Statutory Auditors thereon laid before this meeting, be and are hereby received, considered and adopted."

- 2. To appoint a director in place of Mr. Sanjay Kumar Gupta (DIN:01797850), who retires by rotation and being eligible, offers himself for reappointment**

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

RESOLVED THAT pursuant to the provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and the Articles of Association of the Company, Mr. Sanjay Kumar Gupta, MD & CEO (DIN: 01797850) of the Company, who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to

do all such acts, deeds, matters and things and to execute all such documents, deeds and writings as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

**By order of the Board
for National Commodities Management Services Limited,
Sd/-
Nandan Bisoi
Company Secretary
ICSI M. No. - A54169**

Place: Gurugram

Date: September 7, 2026

Registered Office:

Wework Vaswani Chambers,

2nd Floor, 264-265, Dr Annie Besant Rd, Municipal Colony, Worli Shivaji Nagar,

Worli Colony, Mumbai, Maharashtra, India, 400030 CIN - U74140MH2004PLC148859

Telephone - 0124-4338215 Website- www.ncml.com

E-mail- compliance@NCML.COM

Notes and Shareholder's Information:

AGM through Video Conferencing ("VC") or any Other Audio-Visual Means ("OAVM"):

The Ministry of Corporate Affairs ("MCA") has, vide its Circular No. 3/2022 dated 5 May, 2022 read with Circular Nos. 17/2020 and 14/2020, dated 13 April, 2020 and 8 April, 2020 respectively, General Circular No. 11/2022 dated 28.12.2022 General Circular No. 09/2024 dated September 19, 2024 latest Circular being, General Circular No. 03/2025 issued on September 22, 2025 (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/OAVM without the physical presence of the Members at a common venue. In compliance with the said MCA Circulars, the Company will be conducting this AGM through VC/OAVM ("VC Facility") to transact the special business set out in this notice of AGM. The AGM being conducted through VC Facility shall be deemed to be convened at Wework Vaswani Chambers, 2nd Floor, 264-265, Dr Annie Besant Rd, Municipal Colony, Worli Shivaji Nagar, Worli Colony, Mumbai, Maharashtra, India, 400030, as stated in the Notice of the AGM, hence, a Route Map and prominent landmark is not required to be provided in this Notice.

Proxy Form:

PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, GENERALLY, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Since this AGM is being held through VC Facility pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form is not annexed to this Notice.

Dispatch of Notice through electronic means:

Pursuant to Section 101 of the Companies Act, 2013 ("Act") read with rules framed thereunder (as amended from time to time) and in compliance with the said MCA Circulars, the Notice of the AGM is being sent only through electronic mode to Members whose e-mail address is registered with the Company/the Depository Participants. Members may note that the Notice of AGM is made available on the Company's website at www.ncml.com.

Instructions for Members for attending the AGM through VC Facility:

The Company is providing a two-way video conferencing ('VC') facility to enable members to attend and participate in the Annual General Meeting (AGM) through the Microsoft Teams platform. The video streaming link of the AGM will be kept open for the Members to join 30 minutes before the time scheduled to start the AGM i.e. from 3:00 p.m. (IST) on Tuesday, September 29, 2026, and will be open throughout the proceeding of the AGM.

Members may note that the VC Facility made available by the Company allows participation for all the Members of the Company.

Members are encouraged to join the AGM through laptops/desktops with front camera and good speed internet connection to avoid any disturbance during the AGM and have a seamless experience.

Please note that Members connecting from their mobile devices or tablets or through laptop/desktops 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 glitches.

Members may submit their questions/queries, with regard to agenda item to be placed at the AGM (at least 24 hours in advance) at designated email id- nandan.b@ncml.com /compliance@ncml.com so as to enable to respond suitably. Members can also pose questions/queries concurrently during the AGM.

To attend the AGM of the Company through VC facility, Members shall log-on to the link provided in the e-mail by which this Notice is being sent and follow the procedure/Instructions mentioned below:

Members who need any technical or other assistance before or during the AGM, can contact IT Helpdesk at 8448592000 (Suvendu Dhal, System Administrator - IT, Technology, NCML).

Quorum:

Members attending the AGM through VC Facility will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

Manner of Voting at the AGM:

The agenda item proposed to be transacted at this AGM will be put up for voting by show of hands for Members to provide their votes (assent/dissent) thereon. Members may also communicate their votes (assent/dissent) on the proposal by sending an e-mail to nandan.b@ncml.com with CC to compliance@ncml.com ("Designated email IDs"), prior to the AGM, from their e-mail address registered with the Company/Depository Participant quoting their folio no./DP-ID and Client ID, number of shares held and self-attested PAN card copy.

In case Poll is demanded at the AGM: If during the AGM, a poll on the matter proposed to be transacted at the AGM is required or demanded under Section 109 and other applicable provisions of the Act read with rules framed thereunder the same shall be conducted in compliance with the said provisions of the Act and the MCA circulars electronically. Members shall cast their votes on resolution on poll only through their e-mail address registered with the Company/Depository Participant by sending an e-mail quoting their folio no./DP-ID Client ID, number of shares along with self-attested PAN card copy to the Company's Designated e-mail IDs. The Resolution shall be deemed to be passed at Wework Vaswani Chambers, 2nd Floor, 264-265, Dr Annie Besant Rd, Municipal Colony, Worli Shivaji Nagar, Worli Colony, Mumbai, Maharashtra, India, 400030, on the date of the AGM, i.e. on Tuesday, September 29, 2026, subject to receipt of the requisite number of votes in favour of the Resolution.

Attendance Slip:

Since this AGM is being held through VC Facility and physical attendance of Members has been dispensed with, the Attendance Slip is not annexed to this Notice.

Corporate Representations:

Corporate Members are encouraged to attend the AGM through their Authorized Representatives and vote thereat. Pursuant to the provisions of Section 113 of the Act, Corporate Members (i.e. Members other than Individuals, HUF, NRI's, etc.) are requested to send a certified true copy of the Board Resolution/Authority letter authorizing their representative(s) to attend and vote at the AGM on their behalf, to the Company at the Designated email IDs.

Registrar and Share Transfer Agent ("RTA"):

The Company's RTA for its share registry work is MUFG Intime India Private Limited.

Inspection of Statutory Registers/documents:

Relevant statutory registers and documents referred to in this Notice of AGM and Explanatory Statement will be made available for inspection electronically on all working days of the Company between 11:00 a.m. (IST) and 1:00 p.m. (IST) from the date of circulation of this Notice up to the date of AGM i.e. Tuesday, September 29, 2026, and during the AGM. Members seeking to inspect such documents can send an e-mail request with details of their DP ID and Client ID/Folio No. to Company's Designated email IDs.

Transcript of the AGM: The transcript of the AGM shall be made available on the website of the Company at www.ncml.com.

Place: Gurugram

Date: September 7, 2026

By order of the Board
For National Commodities Management Services Limited,
Sd/
Nandan Bisoi
Company Secretary
ICSI M. No.-A54169

Registered Office:

Wework Vaswani Chambers,
2nd Floor, 264-265, Dr Annie Besant Rd, Municipal Colony, Worli Shivaji Nagar,
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