



To,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai-400 001

Date: 4th September, 2025

Sub: Notice convening 33rd Annual General Meeting
Scrip Code: 526891

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith submit the Notice convening the 33rd Annual General Meeting ("AGM") of Market Creators Limited scheduled to be held on Monday, 29th September, 2025, at 11:30 a.m (IST) at the Registered office of the Company.

In compliance with the aforesaid circulars, the Notice of the 33rd AGM along with Annual Report for F.Y. 2024-25 is being sent today, only by electronic mode to those shareholders whose email address is registered with the Company/ Depository Participants/ Depositories. The Notice of 33rd AGM is also available on the website of the Company at www.sharemart.co.in

Kindly, take the same on your records.

Thanking you,

For **Market Creators Limited**
KALPESH
JAYANTILAL
SHAH
Kalpesh Shah
Director
DIN: 00051760

Digitally signed by
KALPESH JAYANTILAL SHAH
Date: 2025.09.04 11:36:54
+05'30'

Enclosed: As above

**Market Creators Limited**

Registered Office: "Creative Castle", 70, Sampatrao Colony, Vadodara - 390007, Ph.: (0265)2354075, Fax: 2340214,
E-mail: info@marketcreators.net Website: www.sharemart.co.in CIN: L74140GJ1991PLC016555

NOTICE TO SHAREHOLDERS

Notice is hereby given that the 33rd Annual General Meeting of the members of Market Creators Limited will be held at the Registered Office of the Company situated at, "Creative Castle", 70, Sampatrao Colony, Opp. Masonic Hall, Productivity Road, Vadodara-390007, Gujarat on Monday, 29th September, 2025 at 11:30a.m. to transact the following business as:

Ordinary Business:

Item No. 1 To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2025 including the Balance Sheet as at 31st March, 2025 and the Statement of Profit and Loss and Cash Flow for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.:

"RESOLVED THAT the Audited Financial Statement of the Company, the Boards Report and the Auditors' Report thereon for the financial year ended on 31st March, 2025 be and are hereby received, approved and adopted."

Item No. 2 To appoint a Director in place of Mr. Jayantilal Harkisondas Shah (DIN: 00051917), who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Jayantilal Harkisondas Shah (DIN: 00051917), a Director of the Company who retires by rotation at this Meeting being eligible for re-appointment, be and is hereby re-appointed as Director of the Company whose period of Office shall be liable to determination by retirement of Director by rotation."

Item No. 3 To Appoint M/s. MRNP & Co LLP as a Statutory Auditor of the Company.

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

"RESOLVED THAT pursuant to Section 139, 141, 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modifications or amendments or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and Board of Directors, M/s. MRNP & Co LLP, Chartered Accountants, Vadodara having Firm Registration No. 131809W/W100151 be and is hereby appointed as a Statutory Auditors of the Company to hold office for a term of 5 (five) years from the conclusion of this AGM till the conclusion of the 38th AGM of the Company to be held in the year 2030 at a remuneration of Rs. 70000 p.a. plus applicable GST and reimbursement of out of pocket expenses subject to revision of the Remuneration from time to time as may be decided by Dr. Jayantilal H. Shah Chairman and director of the Company and the Auditor's."

Special Business:**Item No.4**

To appoint Secretarial Auditors for the term of 5 (five) consecutive years and in this regard to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the provisions of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per the recommendations of Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment of Mrs. Heena Patel, Practicing Company Secretary (Membership No. A40323, CP No. 16241) and Peer review No.-2315/2022) as the Secretarial Auditor of the Company to hold office for a period of 5 (five) consecutive years commencing from the Financial Year 2025-26 till the end of Financial Year 2029-30, who shall conduct Secretarial Audit of the Company.

RESOLVED FURTHER THAT the Board of Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to determine the remuneration of the Secretarial Auditors including the revision in the remuneration during the tenure, if any, basis or the inflation, in consultation with the Secretarial Auditors, in addition to reimbursement of actual out-of-pocket expenses, to be incurred by them in connection with the Secretarial Audit and to file necessary forms with Registrar of Companies and to do all such acts, deeds and things, as may be necessary, to give effect to the above said resolution."

Item No. 5

To Consider Re-Appointment of Mr. Kalpesh Jayantilal Shah As Whole-time Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as "SPECIAL RESOLUTION"

"RESOLVED THAT in accordance with provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as recommended by Nomination and Remuneration Committee and as agreed by the Board of Directors of the Company subject to such other consent(s), approval(s) and permission(s) as may be required in this regard from any authority, the approval of members of the Company be and is hereby accorded for re-appointment of Mr. Kalpesh Jayantilal Shah (DIN: 00051760) as Whole-time Director of the Company, liable to retire by rotation, for further period of 5 (five) years with effect from 1st October, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 198, 203 and read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon recommendation of nomination and remuneration committee of the board, Mr. Kalpesh Jayantilal Shah (DIN: 00051760) be paid remuneration upto Rs. 10 Lakhs per annum and all allowable perquisites and allowances for a period of three years effective from 01.10.2025 to 30.09.2028, as provided in the section 197 and Section II (A) of part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mr. Kalpesh Jayantilal Shah (DIN: 00051760), the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No. 6**To Consider Re-Appointment of Mr. Jayantilal Harkisondas Shah as an Executive Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as "SPECIAL RESOLUTION"

"RESOLVED THAT in accordance with provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as recommended by Nomination and Remuneration Committee and as agreed by the Board of Directors of the Company subject to such other consent(s), approval(s) and permission(s) as may be required in this regard from any authority, the approval of members of the Company be and is hereby accorded for re-appointment of Mr. Jayantilal Harkisondas Shah (DIN: 00051917) as Executive Director of the Company, who attained the age of 70 years, liable to retire by rotation, for further period of 5 (five) years with effect from 1st October, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 198, 203 and read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon recommendation of nomination and remuneration committee of the board, Mr. Jayantilal Harkisondas Shah (DIN: 00051917) be paid remuneration upto Rs. 10 Lakhs per annum and all allowable perquisites and allowances for a period of three years effective from 01.10.2025 to 30.09.2028, as provided in the section 197 and Section II (A) of part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mr. Jayantilal Harkisondas Shah (DIN: 00051917), the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No. 7**To Consider Re-Appointment of Mrs. Neela Jayantilal Shah as an Executive Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as "SPECIAL RESOLUTION"

"RESOLVED THAT in accordance with provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as recommended by Nomination and Remuneration Committee and as agreed by the Board of Directors of the Company subject to such other consent(s), approval(s) and permission(s) as may be required in this regard from any authority, the approval of members of the Company be and is hereby accorded for re-appointment of Mrs. Neela Jayantilal Shah (DIN: 00060140) as Executive Director of the Company, who attained the age of 70 years, liable to retire by rotation, for further period of 5 (five) years with effect from 1st October, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 198, 203 and read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon recommendation of nomination and remuneration committee of the board, Mrs. Neela Jayantilal Shah (DIN: 00060140) be paid remuneration upto Rs. 10 Lakhs per annum and all allowable perquisites and allowances for a period of three years effective from 01.10.2025 to 30.09.2028, as provided in the section 197 and Section II (A) of part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year during the currency of tenure of services of Mrs. Neela Jayantilal Shah (DIN: 00060140), the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

**By Order of the Board
For Market Creators Limited**

Dr. Jayantilal H. Shah
Chairman
DIN: 00051917

Date:01.09.2025
Place: Vadodara

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A SINGLE PERSON MAY ACT AS A PROXY FOR A MEMBER HOLDING MORE THAN 10 (TEN)PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS PROVIDED THAT SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE VALID AND EFFECTIVE SHOULD BE LODGED/DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING. BLANK PROXY FORM IS ANNEXED HERETO.

2. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative together with specimen signatures of their authorized representatives to attend and vote on their behalf at the Meeting.
3. The Instrument appointing the proxy, duly completed shall be deposited at the Company’s Registered office address not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.
4. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Rules, 2014 as presently in force and the business set out in the Notice will be transacted through such voting. Information and instructions including details of user id and password relating to e-voting are provided in the Notice.
5. The information as per Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and SS – 2 are annexed hereto in respect of item Nos. 3 to 7 of this Notice.
6. Members/Proxies/Authorized Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s), enclosed herewith duly completed and signed and copy(ies) of their Annual Report.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 22, 2025 to Monday, September 29, 2025 (both days inclusive) for the purpose of 33rd Annual General Meeting.
9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.sharemart.co.in. The Notice can also be

accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility).

10. SEBI has mandated the updation of PAN, contact, bank account, specimen signature and nomination details against folio / demat account. PAN is also required to be updated for participating in the securities market, deletion of name of deceased holder and transmission / transposition of shares. As per applicable SEBI Circular, PAN details are to be compulsorily linked to Aadhar details, by March 31, 2024 or any other date specified by Central Board of Direct Taxes. Members are requested to submit PAN, contact, Bank account, nomination details and specimen signature (as applicable) to their DP in case of holding in dematerialized form or to the Company's RTA in case of holdings in physical form (through Form ISR-1, Form ISR-2 and Form ISR-3, as applicable) the format of which is available on the website of the Company's RTA.
11. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, the facility for making nomination is available for the individual Members in respect of the shares held by them. Members who have not yet registered their nomination or wish to register a fresh nomination, are requested to submit Form No. SH-13 with RTA of the Company. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form No. ISR -3 or Form No. SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to RTA in case the shares are held in physical form.
12. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their DP only. Members holding shares in physical form are requested to intimate such changes to the Company RTA (through Form ISR-1, Form ISR-2 and Form ISR-3, as applicable).
13. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send the details of their folios to the Company's RTA along with the share certificates, so as to enable the Company to consolidate their holdings into one folio.
14. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide to Members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM, by electronic means and the business may be transacted through e-Voting Services. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorized agency. The facility of casting the votes by Members using an electronic voting system from a place other than the venue of the AGM ("remote e-voting").
15. Members who have cast their vote by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again.
16. The remote e-voting period commences on Friday, September 26, 2025 at 9.00 a.m. (IST) and ends on Sunday, September 28, 2025 at 5.00 p.m. (IST). During this period Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Monday, September 22, 2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Those Members, who will be present in the AGM and have not cast their vote on the resolutions by remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
17. The route map of the venue of the Annual General Meeting is appended to this Report.
18. Information and other instructions relating to e-voting are as under:
 - (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed at the 33rd Annual General Meeting by electronic means. The members may cast their votes using an electronic system from a place other than the venue of the Meeting ("remote e-voting") through the remote electronic voting service facility provided by Central Depository Services (India) Limited.

- (ii) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. September 22, 2025 only shall be entitled to avail the facility of remote e-voting as well as voting through the ballot process at the AGM.
- (iii) The facility for voting, either through electronic voting system or ballot/polling paper shall also be made available at the venue of the AGM, apart from the remote e-voting facility provided prior to the date of AGM. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have already cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again at the AGM.
- (iv) The remote e-voting period will commence on **Friday, September 26, 2025 at 09:00 a.m. (IST) and will end on Sunday, September 28, 2025 at 5:00 p.m. (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **September 22, 2025**, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting thereafter.
- (v) Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- (vi) The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. September 22, 2025.
- (vii) The Board of Directors of the Company has appointed M/s MRNP & Co LLP, Chartered Accountant to act as the scrutinizer for conducting the remote e-voting process as well as the voting through ballot process at the AGM, in a fair and transparent manner.
- (viii) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than three days of conclusion of the Meeting, make consolidated scrutinizers report and submit the same to the Chairman. The results shall simultaneously be communicated to the stock Exchanges.
- (ix) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Annual General Meeting i.e. 29th September, 2025.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE VOTING ARE AS UNDER:

- (i) The voting period begins on September 26, 2025 at 9:00 a.m. and ends on September 28, 2025 at 5:00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 22, 2025 may cast their vote electronically. The e-voting module shall be disabled by Central Depository Services (India) Limited for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat

account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

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 CDSL	<ol style="list-style-type: none"> 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 to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login on the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID

	<p>and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-voting for Physical Shareholders and shareholders other than individual holding in demat form

- 1) The shareholders should Log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- 6) If you are a first time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Date of Birth OR Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach Password Creation menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN related to <MARKET CREATORS LIMITED> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians – for Remote Voting only

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodians are required to log on to www.evotingindia.com and register themselves in the “Corporate” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES / MOBILE NO.ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- a. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhar Card) by email to info@marketcreators.net or helpdesk.evoting@cdslindia.com.
- b. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
 - c. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT 2013

ITEM NO. 3:

The Members of the Company at the 28th Annual General Meeting (‘AGM’) held on 23rd September 2020, approved the appointment of M/s.Shah & Talati, Chartered Accountants, (Firm Registration No. 120183W), as Statutory Auditors of the Company for a period of five years from the conclusion of the said 28th AGM up to the conclusion of 33rd AGM of

the Company. Accordingly, the terms of office of present Statutory Auditors will expire on the conclusion of this 33rd AGM.

M/s. MRNP & CO LLP, Chartered Accountants, a Peer Reviewed Firm, is having vast experience in audit and assurance, taxation, forensic services, business advisory, and compliance. Specialized in DISA, Concurrent Audit, Forensic Audit, Startup advisory, Artificial Intelligence, and MSME Advisory. After having considered expertise of M/s. MRNP & CO LLP, Chartered Accountants, the Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), has recommended the appointment of M/s. MRNP & CO LLP, Chartered Accountants (Firm Registration No. 131809W/W100151), as the Statutory Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of 38th AGM of the Company.

As per the requirement of the Companies Act, 2013 (the Act) read with the SEBI(LODR) Regulations, 2015, M/s. MRNP & CO LLP, Chartered Accountants have confirmed that their appointment if made would be within the limits specified under Section 141(3)(g) of the Act and they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

The Board recommends a remuneration of Rs.70000/-p.a. plus applicable GST and reimbursement of out of pocket expenses subject to revision of the Remuneration from time to time as may be decided by Mr. Jayantilal Shah, Chairman & Director of the Company.

ITEM NO. 4:

CONSIDERED AND APPROVED APPOINTMENT OF MRS. HEENA PATEL AS A SECRETARIAL AUDITOR OF THE COMPANY:

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act") and Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, every listed Company and certain other prescribed categories of Companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of Mrs. Heena Patel, Practicing Company Secretary, as the Secretarial Auditors of the Company for a period of five consecutive years, commencing from April 01, 2025, to March 31, 2030. The appointment is subject to shareholders' approval at the Annual General Meeting.

The Board of Directors and the Audit Committee, after evaluating various parameters including Secretarial expertise, industry standing, client profile, and the ability to manage a complex business's statutory requirement, the Board recommend the appointment of Mrs. Heena Patel as Secretarial Auditor. The firm has demonstrated the requisite capability and experience in handling the Company's business segments and compliance requirements.

Mrs. Heena Patel, a peer-reviewed Practicing Company Secretary registered with the Institute of Company Secretaries of India (ICSI) with proven expertise in corporate governance, compliance, advisory, and legal services.

The terms and conditions of Mrs. Heena Patel's appointment include a tenure of five consecutive years, from April 01, 2025, to March 31, 2030. The fixed remuneration for the Secretarial Audit for the financial year 2025-26 is set as mutually decided with the chairman, plus applicable taxes and other out-of-pocket costs incurred in connection with the audit. The remuneration for the subsequent years of remaining tenure will also be approved by the Board.

Mrs. Heena Patel has provided her consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of Mrs. Heena Patel as the Secretarial Auditors of the Company.

The Board recommends the passing of the resolution as set out in the accompanying notice as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel, or their relatives is in any way concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 5

Re-Appointment of Mr. Kalpesh Jayantilal Shah As Whole-Time Director and Fix the Remuneration W.E.F. 1st October, 2025

The Board of Directors of the Company, at its meeting held on 01.09.2025, based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the shareholders, approved the reappointment of Mr. Kalpesh Jayantilal Shah as the Whole-time Director of the Company for a further period of 5 years commencing from 01.10.2025 to 30.09.2030. The members of the Company had also approved the said reappointment and payment of terms of remuneration of Rs. 10 Lakhs per annum to Mr. Kalpesh Jayantilal Shah.

Mr. Kalpesh Jayantilal Shah is son of Mr. Jayantilal Shah, the Whole-time Director of the Company. He has been associated with the Company as one of the Promoter Directors since its incorporation. He is a Commerce Graduate from M.S. University of Baroda and passed the Certificate Examination of National Stock Exchange Certificate of Financial Market for capital and future option segments. He has rich experience in capital market related activities over a period of decade. Mr. Kalpesh Jayantilal Shah has been shouldering the responsibility of Whole-time Director since 2005. During his tenure, the Company has, year after year, achieved sizeable turnover, profitability since inception. The varied experience, leadership qualities and excellent managerial capability will continue to contribute to the growth of the Company. In view of his excellent leadership and contribution to the growth and performance of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective Meetings held on 01.09.2025 approved remuneration payable upto Rs. 10 Lakhs per annum to Mr. Kalpesh Jayantilal Shah, Whole-time Director. There is no change in other terms of remuneration/ terms of appointment of Mr. Kalpesh Jayantilal Shah.

The terms of remuneration of Mr. Kalpesh Jayantilal Shah, Whole-time Director are as under:

In terms of provisions contained in section II of Part II (A) of Schedule V of the Companies Act, 2013, the relevant details regarding the performance of the Company and of the respective appointees is furnished hereunder:

General Information:

1)	Nature of Industry	Financial services sector with a core focus on brokerage and investment banking.
2)	Date of Commencement of Commercial Production	01/11/1991
3)	Financial Performance for the Financial Year ended 31.03.2025	Turnover: Rs.708.72 Lakhs Net Profit: Rs.1.52 Lakhs Debt Equity Ratio: 5.77 Current Ratio: Net worth: Rs.1075.10 lakhs
4)	Export Performance	Nil
5)	Foreign Investment or Collaboration	Nil

Information about the Appointees:

Mr. Kalpesh Jayantilal Shah has been associated with the Company as one of the Promoter Directors since its incorporation. He is a Commerce Graduate from M.S. University of Baroda having experience in the various areas of business including finance, marketing and administration.

Job Profile and Suitability:

Mr. Kalpesh Jayantilal Shah, Whole-time Director is responsible for the day to day management of the Company. He is actively involved in various areas of business including finance, marketing and administration. He is working under the Superintendence and control of the Board of Directors.

Remuneration Proposed:

Mr. Kalpesh Jayantilal Shah, Whole-time Director, shall be paid consolidated remuneration by way of Salary, perquisites and Allowance upto Rs. 10 Lakhs per annum.

In addition to above mentioned remuneration, the above appointees shall be entitled to the following perquisites and allowances, which shall not be included in computation of said ceiling limit for the remuneration:

– Company's contribution to provident Fund to the extent these either singly or together are not taxable under the Income-Tax Act, 1961.

– Leave encashment at the end of the tenure.

Sitting Fees:

As long as Mr. Kalpesh Jayantilal Shah functions as Whole-time Director, he will not be paid any sitting fees for attending the meetings of the Board of Directors or any committee(s) thereof.

Re-imbursement of Expenses, Costs etc.:

Mr. Kalpesh Jayantilal Shah shall be entitled to be paid / reimbursed all costs, charges and expenses as may be incurred by him for the purpose of or on behalf of the Company.

Comparative Remuneration, Profile with respect of Industry:

The proposed remuneration to the above appointees is in commensurate to the size of units in the industry

Pecuniary Relationship:

Mr. Kalpesh Jayantilal Shah being a promoter director and holding 1.83% equity shares in the company is concerned or interested as managerial person.

The Board of Directors feels that aforesaid remuneration of Mr. Kalpesh Jayantilal Shah as Whole-time Director is in the interest of the Company and therefore, recommends the resolution set out at item No.5 of this notice.

Except Mr. Kalpesh Jayantilal Shah no other Director or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No.5 of the Notice.

ITEM NO. 6

Mr. Jayantilal Harkisondas Shah, Executive Director of the Company who attained the age of 70 years and hence his re-appointment as Executive Director requires the approval of members by way of a special resolution. Based on the recommendation of the Nomination and Remuneration Committee and keeping in view of his vast experience, the Board of Directors of the Company at its meeting held on 01.09.2025, has approved re-appointment Mr. Jayantilal Harkisondas Shah as an Executive Director for a period of 5 years w.e.f. 1st October, 2025, subject to approval of the members of the Company.

Section 196(3) of the Companies Act, 2013, inter alia, provides that no company shall continue the employment of a person who has attained the age of 70 years, as Executive Director unless it is approved by the members by passing a special resolution. Part 1 of Schedule V to the Act contains a similar relaxation.

Mr. Jayantilal Harkisondas Shah is son of Mr. Harkisondas Damodar Shah, the Executive Director of the Company. He has been associated with the Company as one of the Promoter Directors since its incorporation. He is a Fellow Member of the Institute of Chartered Accountants of India (F.C.A.) and a qualified Cost & Management Accountant (CMA, formerly ICWA) with a doctoral degree (Ph.D.) having experience in the various areas of business including accounting, finance, audit, taxation, and research. He is known for strategic financial leadership, deep analytical skills, and contributions to both corporate and academic spheres. Mr. Jayantilal Harkisondas Shah has been shouldering the responsibility of Executive Director since 1991. During his tenure, the Company has, year after year, achieved sizeable turnover, profitability since inception. The varied experience, leadership qualities and excellent managerial capability will continue to contribute to the growth of the Company. In view of his excellent leadership and contribution to the growth and performance of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective Meetings held on 01.09.2025 approved remuneration payable upto Rs. 10 Lakhs per annum to Mr. Jayantilal Harkisondas Shah, Executive Director. There is no change in other terms of remuneration/terms of appointment of Mr. Kalpesh Jayantilal Shah.

The terms of remuneration of Mr. Jayantilal Harkisondas Shah, Executive Director are as under:

In terms of provisions contained in section II of Part II (A) of Schedule V of the Companies Act, 2013, the relevant details regarding the performance of the Company and of the respective appointees is furnished hereunder:

General Information:

1)	Nature of Industry	Financial services sector with a core focus on brokerage and investment banking.
2)	Date of Commencement of Commercial Production	01/11/1991
3)	Financial Performance for the Financial Year ended 31.03.2025	Turnover: Rs.708.72 Lakhs Net Profit: Rs.1.52 Lakhs Debt Equity Ratio: 5.77 Current Ratio: Net worth: Rs.1075.10 lakhs
4)	Export Performance	Nil
5)	Foreign Investment or Collaboration	Nil

Information about the Appointees:

Mr. Jayantilal Harkisondas Shah has been associated with the Company as one of the Promoter Directors since its incorporation. He is a Fellow Member of the Institute of Chartered Accountants of India (F.C.A.) and a qualified Cost & Management Accountant (CMA, formerly ICWA) with a doctoral degree (Ph.D.) having experience in the various areas of business including accounting, finance, audit, taxation, and research. He is known for strategic financial leadership, deep analytical skills, and contributions to both corporate and academic spheres.

Job Profile and Suitability:

Mr. Jayantilal Harkisondas Shah, Executive Director is responsible for the day to day management of the Company. He is actively involved in various areas of business including finance, marketing and administration. He is working under the Superintendence and control of the Board of Directors.

Remuneration Proposed:

Mr. Jayantilal Harkisondas Shah, Executive Director, shall be paid consolidated remuneration by way of Salary, upto Rs. 10 Lakhs per annum.

In addition to above mentioned remuneration, the above appointees shall be entitled to the following perquisites and allowances, which shall not be included in computation of said ceiling limit for the remuneration:

- Company's contribution to provident Fund to the extent these either singly or together are not taxable under the Income-Tax Act, 1961.
- Leave encashment at the end of the tenure.

Sitting Fees:

As long as Mr. Jayantilal Harkisondas Shah functions as Executive Director, he will not be paid any sitting fees for attending the meetings of the Board of Directors or any committee(s) thereof.

Re-imbursement of Expenses, Costs etc.:

Mr. Jayantilal Harkisondas Shah shall be entitled to be paid / reimbursed all costs, charges and expenses as may be incurred by him for the purpose of or on behalf of the Company.

Comparative Remuneration, Profile with respect of Industry:

The proposed remuneration to the above appointees is in commensurate to the size of units in the industry

Pecuniary Relationship:

Mr. Jayantilal Harkisondas Shah being a promoter director and holding 42.39% equity shares in the company is concerned or interested as managerial person.

The Board of Directors feels that aforesaid remuneration of Mr. Jayantilal Harkisondas Shah as Executive Director is in the interest of the Company and therefore, recommends the resolution set out at item No.6 of this notice.

Except Mr. Jayantilal Harkisondas Shah no other Director or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No.6 of the Notice.

ITEM NO. 7

Mrs. Neela Jayantilal Shah, Executive Director of the Company who attained the age of 70 years and hence his re-appointment as Executive Director requires the approval of members by way of a special resolution. Based on the recommendation of the Nomination and Remuneration Committee and keeping in view of his vast experience, the Board of Directors of the Company at its meeting held on 01.09.2025, has approved re-appointment Mrs. Neela Jayantilal Shah as an Executive Director for a period of 5 years w.e.f. 1st October, 2025, subject to approval of the members of the Company.

Section 196(3) of the Companies Act, 2013, inter alia, provides that no company shall continue the employment of a person who has attained the age of 70 years, as Executive Director unless it is approved by the members by passing a special resolution. Part 1 of Schedule V to the Act contains a similar relaxation.

Mrs. Neela Jayantilal Shah is wife of Mr. Jayantilal Shah, the Executive Director of the Company. He has been associated with the Company as one of the Promoter Directors since its incorporation. She is completed Higher Secondary (H.Sc) education. She has practical business experience, leadership skills, and a proven track record in finance, which will contribute significantly to the strategic and operational growth of the Company. Mrs. Neela Jayantilal Shah has been shouldering the responsibility of Executive Director since 1991. The varied experience, leadership qualities and excellent managerial capability will continue to contribute to the growth of the Company. In view of his excellent leadership and contribution to the growth and performance of the Company, the Nomination and Remuneration Committee and the Board of Directors at their respective Meetings held on 01.09.2025 approved remuneration payable upto Rs. 10 Lakhs per annum to Mrs. Neela Jayantilal Shah, Executive Director. There is no change in other terms of remuneration/ terms of appointment of Mrs. Neela Jayantilal Shah.

The terms of remuneration of Mrs. Neela Jayantilal Shah, Executive Director are as under:

In terms of provisions contained in section II of Part II (A) of Schedule V of the Companies Act, 2013, the relevant details regarding the performance of the Company and of the respective appointees is furnished hereunder:

General Information:

1)	Nature of Industry	Financial services sector with a core focus on brokerage and investment banking.
2)	Date of Commencement of Commercial Production	01/11/1991
3)	Financial Performance for the Financial Year ended 31.03.2025	Turnover: Rs.708.72 Lakhs Net Profit: Rs.1.52 Lakhs Debt Equity Ratio: 5.77 Current Ratio: Net worth: Rs.1075.10 lakhs
4)	Export Performance	Nil
5)	Foreign Investment or Collaboration	Nil

Information about the Appointees:

Mrs. Neela Jayantilal Shah has been associated with the Company as one of the Promoter Directors since its incorporation. She is completed Higher Secondary (H.SC) education. She has practical business experience, leadership skills, and a proven track record in finance, which will contribute significantly to the strategic and operational growth of the Company.

Job Profile and Suitability:

Mrs. Neela Jayantilal Shah, Executive Director is responsible for the day to day management of the Company. She is actively involved in various areas of business including finance, marketing and administration. She is working under the Superintendence and control of the Board of Directors.

Remuneration Proposed:

Mrs. Neela Jayantilal Shah, Executive Director, shall be paid consolidated remuneration by way of Salary upto Rs. 10 Lakhs per annum.

In addition to above mentioned remuneration, the above appointees shall be entitled to the following perquisites and allowances, which shall not be included in computation of said ceiling limit for the remuneration:

– Company's contribution to provident Fund to the extent these either singly or together are not taxable under the Income-Tax Act, 1961.

– Leave encashment at the end of the tenure.

Sitting Fees:

As long as Mrs. Neela Jayantilal Shah functions as Executive Director, he will not be paid any sitting fees for attending the meetings of the Board of Directors or any committee(s) thereof.

Re-imbursement of Expenses, Costs etc.:

Mrs. Neela Jayantilal Shah shall be entitled to be paid / reimbursed all costs, charges and expenses as may be incurred by him for the purpose of or on behalf of the Company.

Comparative Remuneration, Profile with respect of Industry:

The proposed remuneration to the above appointees is in commensurate to the size of units in the industry

Pecuniary Relationship:

Mrs. Neela Jayantilal Shah being a promoter director and not holding equity shares in the company.

The Board of Directors feels that aforesaid remuneration of Mrs. Neela Jayantilal Shah as Executive Director is in the interest of the Company and therefore, recommends the resolution set out at item No.7 of this notice.

Except Mrs. Neela Jayantilal Shah no other Director or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No.7 of the Notice.

Regd. Office: Creative Castle 70 Sampatrao Colony
Off Productivity Road, Vadodara-390005

Date: 01.09.2025

CIN: L74140GJ1991PLC016555

e-mail: info@marketcreators.net

**By order of the Board
For Market Creators Limited**

**Dr. Jayantilal H. Shah
Chairman
DIN: 00051917**

DETAILS OF DIRECTORS RETIRING BY ROTATION / SEEKING APPOINTMENT / RE-APPOINTMENT

[pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 on General Meetings issued by Institute of Company Secretaries of India (ICSI).]

Name	Mr. Jayantilal Harkisondas Shah	Mr. Kalpesh Jayantilal Shah	Mrs. Neela Jayantilal Shah
DIN	00051917	00051760	00060140
Date of Birth	10/10/1947	30/06/1972	13/04/1952
Age	78	53	73
Date of Appointment	01/11/1991	01/10/2005	01/10/2014
Qualification	F.C.A, ICWA, Ph.D.	B.Com	H.S.C
Brief Resume and Expertise:	He has experience in the various areas of business including accounting, finance, audit, taxation, and research. He is known for strategic financial leadership, deep analytical skills, and contributions to both corporate and academic spheres.	He has experience in the various areas of business including finance, marketing and administration.	She has practical business experience, leadership skills, and a proven track record in finance, which will contribute significantly to the strategic and operational growth of the Company.
Shareholding in the Company (No. of Shares)	2119491	91470	Nil
No. of Board Meetings: (a) Held during F.Y. 2024-2025: 10 (b) Attended: 10	10/10	10/10	10/10
Details of Remuneration last drawn: (F. Y. 2024-2025)	9.05 Lakhs per month	8.90 Lakhs per annum	4.81 Lakhs per month
Directorship held in other Listed Companies in India	Nil	Nil	Nil
Names of other Listed Entities in which the person holds membership of Committees of the Board	Nil	Nil	Nil
Relationship between Directors Inter-se	Dr. J. H. Shah is a husband of Mrs. Neela J. Shah. Mr. Kalpesh Shah is a son of Mrs. Neela J. Shah and Dr. J. H. Shah.	Mr. Kalpesh Shah is a son of Mrs. Neela J. Shah and Dr. J. H. Shah.	Dr. J. H. Shah is a husband of Mrs. Neela J. Shah. Mr. Kalpesh Shah is a son of Mrs. Neela J. Shah and Dr. J. H. Shah.

Regd. Office: Creative Castle 70 Sampatrao Colony
Off Productivity Road, Vadodra-390005

Date: 01.09.2025

CIN: L74140GJ1991PLC016555

e-mail: info@marketcreators.net

**By order of the Board
For Market Creators Limited**

**Dr. Jayantilal H. Shah
Chairman
DIN: 00051917**



Market Creators Limited

Registered Office: "Creative Castle", 70, Sampatrao Colony, Vadodara - 390007, Ph.: 2354075, Fax: 2340214,
E-mail: info@marketcreators.net Website: www.sharemart.co.in CIN: L74140GJ1991PLC016555

ATTENDANCE SLIP

Name of the Member(s):
Registered address:
E-mail ID:
Folio No/DP ID-Client ID:
Number of Shares held:

I/We certify that I am a member / proxy of the Company.

I hereby record my presence at the 33rd Annual general Meeting of the Company to be held at its registered office at 11.30 a.m. on Monday, 29th day of September, 2025.

Name of the Member / Proxy
(In Block Letters)

Signature of the Member / Proxy

Note: Please fill this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of Annual report 2024-25 for the meeting.



Market Creators Limited

Registered Office: "Creative Castle", 70, Sampatrao Colony, Vadodara - 390007, Ph.: 2354075, Fax: 2340214,
E-mail: info@marketcreators.net Website: www.sharemart.co.in CIN: L74140GJ1991PLC016555

PROXY FORM

Name of the Member(s):
Registered address:
E-mail ID:
Folio No/DP ID-Client ID:

I/We being the Member(s), holding _____ of the above-named company, hereby appoint:

1	Name Address Email id	Signature
2	Name Address Email id	Signature
3	Name Address Email id	Signature

As my / our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting to be held on Monday, 29th September, 2025, at 11.30 a.m. at registered office of the Company situated at Creative Castle 70 Sampatrao Colony Off Productivity Road, Vadodara-390005 and adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. Adoption of Financial Statements for the year ended 31.03.2025
2. Re-appointment of Mr. Jayantilal Harkisondas Shah who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment Statutory Auditor

Special Business:

4. Appointment of Secretarial Auditor
5. Re-Appointment of Mr. Kalpesh Jayantilal Shah As Whole-time Director of the Company
6. Re-Appointment of Mr. Jayantilal Harkisondas Shah as an Executive Director of the Company.
7. Re-Appointment of Mrs. Neela Jayantilal Shah as an Executive Director of the Company.

In this _____^h day of _____, 2025

Signature of Shareholder _____ Signature of Proxy holder(s): _____

Note: This form in order to be effective should be duly completed and deposited at the Registered Office of the Company

**Market Creators Limited**

Registered Office: "Creative Castle", 70, Sampatrao Colony, Vadodara - 390007, Ph.: 2354075, Fax: 2340214,
E-mail: info@marketcreators.net Website: www.sharemart.co.in CIN: L74140GJ1991PLC016555

Form No: MGT-12**POLLING PAPER**

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Sr. No.	Particulars	Details
1	Name of the first named Shareholder (in Block letters)	
2	Postal Address	
3	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Share	Equity

I/We hereby exercise my/our vote(s) in respect of the Resolutions set out in the Notice of the 33rd Annual General Meeting ("AGM") of the Company to be held on Monday, September 29, 2025 by conveying my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Item No.	Particulars	No. of Shares held by me	I assent to the resolution	I dissent to the resolution
Ordinary Resolutions:				
1	To receive, consider and adopt the Audited Financial Statements for the Financial Year ended on 31 st March, 2025 together with Report of Board of Directors and the Auditors thereon			
2	To appoint a Director in place of Mr. Jayantilal Harkisondas Shah (DIN: 00051917), who retires by rotation and being eligible, offers himself for reappointment.			
3	To Appoint M/s. MRNP & Co LLP as a Statutory Auditor of the Company			
Special Resolutions:				
4	To appoint Secretarial Auditors for the term of 5 (five) consecutive years			
5	To Consider Re-Appointment of Mr. Kalpesh Jayantilal Shah As Whole-time Director of the Company			
6	To Consider Re-Appointment of Mr. Jayantilal Harkisondas Shah as an Executive Director of the Company.			
7	To Consider Re-Appointment of Mrs. Neela Jayantilal Shah as an Executive Director of the Company.			

Place:**Date:****Signature of the Shareholder**

Route Map to AGM Venue – Regd. Office

