

HINDUSTHAN CREDIT CAPITAL LTD.

CIN: L17125WB1983PLC036209

Reg. off: 2nd Floor, Unit D, 3, British Indian Street, Kolkata, West Bengal-700069

Corp. Off: G-05, Ground Floor, Plot No. SU, LSC B-Block RG City Centre, Lawrence Road, Delhi-110035

Email ID: info@hindusthancapital.com

Website: www.hindusthancapital.com | Ph No: +91 9560096069

POSTAL BALLOT NOTICE

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given that the resolution as set forth is proposed to be passed by the Members of Hindusthan Credit Capital Limited (“the Company”) by way of **Postal Ballot** including e-voting, as applicable, pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“MCA”), inter-alia, for conducting Postal Ballot through e-voting vide General Circulars Nos. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, 03/ 2022 dated May 05, 2022, 11 / 2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as “MCA Circulars”), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“SEBI LODR Regulations”), Secretarial Standard – 2 on General Meetings, issued by the Institute of Company Secretaries of India (“SS-2”), (as amended) and other applicable laws and regulations, if any.

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof (‘Statement’) is annexed to this Postal Ballot Notice (‘Notice’) for your consideration and forms part of this Notice.

The Members may note that in terms of the provisions of the SEBI (LODR) Regulations, 2015 the related parties as defined thereunder (whether such related party is a party to the aforesaid transactions or not), shall not vote to approve them.

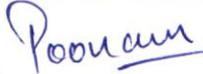
Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

The remote e-voting facility would be available during the following period:

Commencement of e-voting	Wednesday, 18 th February, 2026 (09:00 A.M. IST)
End of e-voting	Thursday, 19 th March, 2026 (05:00 P.M. IST)
Cut-off date for eligibility to vote	Friday, 13 th February, 2026

The e-voting facility will be disabled by NSDL immediately after 5:00 p.m. IST on Thursday, 19th March, 2026, and will be disallowed thereafter.

Hindusthan Credit Capital Limited.


Company Secretary

Members are requested to refer the instructions for remote e-voting given in the Notes to this Postal Ballot Notice for the process and manner in which remote e-voting is to be carried out. If your email address is not registered with the Company/ RTA /Depositories, please follow the process provided in the notes to this Notice. The Notice is also available on the website of the Company at www.hindusthancapital.com.

In compliance with Regulation 44 of the SEBI LODR Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the applicable Rules, the Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-voting facility to its Members.

The Board of Directors of the Company has appointed NSP & Associates, Practicing Company Secretary (C.P. No. 10937), as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner

You are requested to carefully read the instructions printed on the accompanying Postal Ballot Form, record your assent (for) or dissent (against) therein and return the same in original duly completed in all respects in the enclosed self-addressed pre-paid postage envelope, so as to reach the Scrutinizer not later than 5:00 p.m. on Thursday, 19th March, 2026 to be eligible for being considered, failing which, it will be considered that no reply has been received from the member.

Upon completion of the e-voting process and the scrutiny of the postal ballot forms, the scrutinizer will submit his report to the Chairman or any person authorized by him. The result of the Postal Ballot will be announced on or before **21st March, 2026** at the registered office of the Company and by way of intimation to the Stock Exchanges where the Company's shares are listed and on the E-voting website of the Depository (NSDL).

The Resolutions, if passed by the requisite majority through Postal Ballot by remote e-voting, will be deemed to have been passed on the last date specified for e-voting i.e., Thursday, 19th March, 2026 at 5:00 p.m. (IST).

The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.hindusthancapital.com and on the website of NSDL at www.evoting.nsdl.com immediately after the results are declared by the Chairman or any other person so authorized by him, and the same shall be communicated to the CSE Limited where the equity shares of the Company are listed.

SPECIAL BUSINESS:

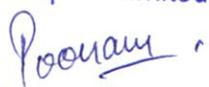
1. RE-DESIGNATION OF MR. RAJESH GOYAL (DIN: 01339614) FROM WHOLE-TIME DIRECTOR TO NON-EXECUTIVE NON-INDEPENDENT DIRECTOR

To consider and, if thought fit, to pass the following resolution as an ordinary resolution

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and pursuant to the approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the members be and is hereby accorded to change the designation of Mr. Rajesh Goyal (DIN: 01339614) from Whole-Time Director to Non-Executive Non-Independent Director of the Company, liable to retire by rotation, effective from the date of result of postal ballot i.e. 21st March, 2026;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Hindusthan Credit Capital Limited.


Company Secretary

2. RE-DESIGNATION AND APPOINTMENT OF MR. HIMANSHU GARG (DIN: 08055616) AS WHOLE-TIME DIRECTOR (EXECUTIVE DIRECTOR) & APPROVAL OF REMUNERATION THEREOF

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and pursuant to the approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the members be and is hereby accorded to appoint Mr. Himanshu Garg (DIN: 08055616), presently a Non-Executive Non-Independent Director, as Whole-Time Director of the Company for a period of 5 years with effect from 5 years effective from the date of result of postal ballot i.e. 21st March, 2026, on such terms and conditions including remuneration as approved by the Board of Directors time to time;;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors of
Hindustan Credit Capital Limited



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Poonam Sharma
Company Secretary & Compliance Officer

Date: 12-02-2026

NOTES:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. The Postal Ballot Notice is being sent to all the Members of the Company, whose names appear on the Register of Members/list of Beneficial Owners, as received from Registrar and Transfer Agent on **Friday, 13th February, 2026** ("cut-off date"). The postal ballot notice is being sent to Members who have registered their email IDs for receipt of documents in electronic form to their email addresses registered with their Depository Participants (in case of electronic shareholding)/the Company's Registrar and Transfer Agent (in case of physical shareholding).

For Members whose email IDs are not registered, physical copies of the postal ballot notice along with postal ballot form are being sent by permitted mode along with a postage prepaid self-addressed business reply envelope.

3. Members who are desirous of obtaining a duplicate postal ballot form, he or she may send an email to info@hindusthancapital.com. The Company shall forward the same along with postage prepaid self-addressed business reply envelope to the Member.
4. Members may note that this Postal Ballot Notice will also be available on the Company's website at www.hindusthancapital.com, website of the Stock Exchange i.e. Calcutta Stock Exchange at www.cse-india.com and on the website of National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com>.
5. Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the SEBI LODR Regulations, the Company has engaged NSDL to provide remote e-voting facility for its Members. The procedure for remote e-voting is given below.

The remote e-voting facility is available at the link at www.evoting.nsdl.com from **Wednesday, 18th February, 2026 (09:00 A.M. IST)** and ends on **Thursday, 19th March, 2026 (05:00 P.M. IST)** (both days inclusive). The remote e-voting module will be blocked by NSDL thereafter and voting shall not be allowed beyond the said date and time.

Once the vote on the resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.

6. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.
7. The Board of the Directors of the Company has appointed NSP & Associates, Practicing Company Secretary (C.P. No. 10937), as the Scrutinizer for conducting the voting process through Postal Ballot in accordance with the law and in a fair and transparent manner.
8. Upon completion of scrutiny of the voting, the Scrutinizer shall submit his report within two (2) working days from the end of the voting period to the Chairperson or any other person authorised by the Chairperson. Upon receipt of Scrutinizer's Report, the results of the Postal Ballot will be announced by the Chairperson or authorised person.
9. The results along with Scrutinizer's Report, shall be displayed at the Registered Office of the Company and placed on the Company's website at www.hindusthancapital.com and the website of NSDL immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed i.e. Calcutta Stock Exchange.

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Company Secretary

The resolution, if passed by the requisite votes, shall be deemed to have been passed as if the same has been passed at a General Meeting of the Members convened in that behalf. The resolution, if approved by the requisite votes of Members by means of Postal Ballot, shall be deemed to have been passed on the last date specified by the Company for voting, i.e. **Thursday, 19th March, 2026.**

10. All documents referred to in the Notice and Explanatory Statement are available for inspection by the Members at the Registered Office of the Company as well as electronically on all working days except Saturdays, Sundays and National Holidays between 11:00 A.M. (IST) to 01:00 P.M. (IST) from the date of dispatch of the Notice up to the last date of voting i.e. **Thursday, 19th March, 2026.** Any Member interested in inspection may write to the Company at info@hindusthancapital.com.
11. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
12. Members, who are holding shares in physical/electronic form and their e-mail addresses are not registered with the Company/their respective Depository Participants, are requested to register their e-mail addresses at the earliest by sending scanned copy of a duly signed letter by the Member(s) mentioning their name, complete address, folio number, number of shares held with the Company along with self-attested scanned copy of the PAN Card and self-attested scanned copy of any one of the following documents viz., Aadhar Card, Driving License, Election Card, Passport, utility bill or any other Govt. document in support of the address proof of the Member as registered with the Company for receiving this Notice by email to info@hindusthancapital.com Members holding shares in demat form can update their email address with their Depository Participants.
13. Members holding shares in physical mode are requested to update their email addresses with the Company's RTA at rta@alankit.com. Members may follow the process detailed below for availing other services from RTA:

Type of Holder	Process to be followed
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, Alankit Assignments Limited, either by email to rta@alankit.com .
Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR - 1
Update of signature of securities holder	Form ISR - 2
For nomination as provided in the Rule 19(1) of the Companies (Share Capital and Debenture) Rules, 2014	Form SH-13
Declaration to opt out nominations	Form ISR-3
Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee	Form SH-14
Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical form	ISR-4

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Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.
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SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities and linking PAN with Aadhaar vide its circulars dated March 16, 2023, and November 17, 2023. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA, Alankit Assignments Limited at rta@alankit.com. Members holding shares in electronic form are requested to submit their PAN to their depository participant(s).

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 18-02-2026 at 9:00 A.M. and ends on 19-03-2026 at 5:00 P.M. 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. 13-02-2026, 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 13-02-2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 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. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or

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

	<p>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. Additionally, there is 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	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.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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B) Login Method 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.

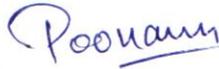
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

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 For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 138534 then user ID is 138534001***

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

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- shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.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

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

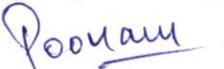
How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to info@corpsmith.org with a copy marked to 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.

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2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Assistant Vice-President, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

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 info@hindusthancapital.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 info@hindusthancapital.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 for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
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.

By Order of the Board of Directors of
Hindusthan Credit Capital Limited


Poonam Sharma
Company Secretary & Compliance Officer

Date: 12-02-2026

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS
PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013**

Item no. 1: Re-designation of Mr. Rajesh Goyal (DIN: 01339614) from Whole-Time Director to Non-Executive Non-Independent Director

Mr. Rajesh Goyal (DIN: 01339614) was appointed as Whole-Time Director of the Company. Considering the current business requirements and organisational structure, and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 12th February, 2026 approved the change in designation of Mr. Rajesh Goyal (DIN: 01339614) from Whole-Time Director to Non-Executive Non-Independent Director effective from the Date of Result of Postal Ballot i.e. 21st March, 2026.

Upon such change, Mr. Rajesh Goyal (DIN: 01339614) shall cease to be Whole-Time Director and Key Managerial Personnel of the Company but shall continue as a Non-Executive Non-Independent Director, liable to retire by rotation.

The Board recommends the resolution set out in Item No. 1 for approval of members by way of Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution, except Mr. Rajesh Goyal (DIN: 01339614), to the extent of his appointment.

Item No. 2: Re-designation and Appointment of Mr. Himanshu Garg (DIN: 08055616) as Whole-Time Director (Executive Director)

A vacancy has arisen in the position of Whole-time Director of the Company due to Re-designation of Mr. Rajesh Goyal (DIN: 01339614) from Whole-Time Director to Non-Executive Non-Independent Director, hence the Board of Directors proposes re-designation and appointment of Mr. Himanshu Garg (DIN: 08055616) as Whole-time Director (Executive Director) of the Company.

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 12th February, 2026 has considered and approved the re-designation and appointment of Mr. Himanshu Garg (DIN: 08055616) as Whole-time Director - (Executive Director) of the Company who shall be liable to retire by rotation for a period of five (5) years, effective from the Date of Result of Postal Ballot i.e. 21st March, 2026 to 20th March, 2031, subject to the approval of the Members of the Company by way of a Special Resolution.

Mr. Himanshu Garg presently serving as a Non-Executive Non-Independent Director of the Company and has been associated with the Company since 2018. He is 31 years of age and possesses rich experience in Sales and Business Development. The Board has taken into consideration his background, experience, and valuable contribution to the Company during his past tenure as a Director.

The principal terms and conditions of his appointment are as under:

- a) Basic Salary with Perquisites & Allowances: maximum upto Rs. 2,50,000/- p.m. (subject to requisite approval by the Board of Directors from time to time)
- b) Commission: NIL
- c) Sitting Fees: NIL
- d) Notice Period: As per the policy of the Company
- e) Period of Appointment: Five (5) Years
- f) Other Terms and Conditions: The Whole-time Director designated as Executive Director shall act under the superintendence, control and direction of the Board of Directors of the Company.

Hindusthan Credit Capital Limited.

Poonam
Company Secretary

Information pursuant to Schedule V, Part II of the Companies Act, 2013

I. General information:

- a. Nature of industry - The Company is engaged in Infrastructure Development & Real Estate Business;
- b. Date or expected date of commencement of commercial production - Since Company is not a new company hence this point is not applicable;
- c. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus - Not Applicable;
- d. Financial performance based on given indicators - Company's financial performances are continuously improving and increasing;
- e. Foreign investments or collaborations, if any - Not Applicable.

II. Information about the appointee:

- (1) Background details - Mr. Himanshu Garg has been associated with the Company since 2018;
- (2) Past remuneration - NIL;
- (3) Recognition or awards - NIL;
- (4) Job profile and his suitability - A Whole-Time Director (WTD) is a full-time executive member of a company's Board responsible for managing day-to-day operations and implementing strategic decisions. The role involves overseeing business performance, ensuring financial discipline, maintaining regulatory compliance (such as under the Companies Act, 2013 in India), leading senior management, and representing the company before stakeholders. A Whole-Time Director combines board-level decision-making authority with active involvement in operational management to drive growth, efficiency, and governance standards.
He brings over 8 years of extensive experience in Sales and Business Development, with proven expertise in driving revenue growth, expanding market presence, building strategic partnerships, and leading high-performing teams. His strong business acumen and leadership capabilities make him well-suited for the role of Whole-Time Director, contributing effectively to strategic decision-making and overall organizational growth;
- (5) Remuneration proposed - Rs.2,50,000/- per month subject to requisite approval by the Board of Directors;
- (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) - Not Applicable;
- (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any - Mr. Himanshu Garg has been associated with the Company since 2018 as Non-Executive Non-Independent Director.

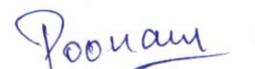
The Company has received the following documents from Mr. Himanshu Garg:

- His consent to act as Whole-time Director in Form DIR-2;
- A declaration confirming that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 in form DIR-8;
- A declaration that he is not debarred from holding the office of Director by virtue of any order passed by the Ministry of Corporate Affairs, SEBI, or any other statutory authority.
- General Notice for Disclosure of Interest, in form No. MBP-1.

Mr. Himanshu Garg also satisfies all the conditions prescribed under Section 196(3) of the Companies Act, 2013 and Part I of Schedule V to the Act and is eligible for appointment as Whole-time Director. He is not a Director of any company which has been declared as defaulting or fraudulent.

The Board is of the opinion that, considering the knowledge, experience, and expertise of Mr. Himanshu Garg, his appointment as Whole-time Director (Executive Director) will be of immense benefit to the Company and is in the best interest of the Company and its stakeholders.

Hindusthan Credit Capital Limited.


Company Secretary

The details required pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, are provided in Annexure-II, which forms part of this Notice.

The above terms and conditions of appointment shall be treated as a written memorandum setting out the terms of appointment under Section 190 of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution, except Mr. Himanshu Garg, to the extent of his appointment.

The Board of Directors recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for the approval of the Members.

**By Order of the Board of Directors of
Hindustan Credit Capital Limited**



Poonam

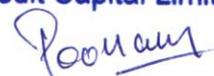
**Poonam Sharma
Company Secretary & Compliance Officer**

Date: 12-02-2026

DETAILS OF DIRECTORS (REDESIGNATION) WHO ARE PROPOSED TO BE APPOINTED AS DIRECTOR, AS REQUIRED UNDER REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2), ARE AS UNDER:

Name of Director	Mr. Rajesh Goyal	Mr. Himanshu Garg
Age	58 Years	31 Years
Nationality	Indian	Indian
Date of first Appointment on Board of Company	28 th June, 2010	18 th January, 2018
Qualifications	Civil Engineer	MBA
Resume/Experience/ Expertise in Specific functional Area, in brief	He has more than 22 years' experience and under his leadership the RG Group has successfully handled 17 projects, amongst them the 15 projects have already been delivered, and 2 residential projects are running in an advance stage.	He has a rich experience of more than 8 years in Sales and Business Development.
Directorship held in other Companies	<ol style="list-style-type: none"> 1. KVIR Projects (India) Private Limited 2. Presang Cements Private Limited 3. Dishank Estate Management Private Limited 4. Rajesh Projects (India) Private Limited 5. Cool Estates Pvt Ltd 6. Aspolight Vanijya Pvt.Ltd. 7. Prag BM Trades Private Limited 8. Baid Vyapaar Pvt Ltd. 9. Baid Merchants Pvt Ltd 10. Rainbow Vanijya Pvt Ltd 11. Sarthak Market Pvt Ltd 12. Crystalshape Developers Private Limited 13. Empire Assets and Properties Private Limited 14. Dimension Buildwell Private Limited 15. KVIR Towers Private Limited 16. Real Growth Corporation Limited 17. RG Assets Private Limited 18. Hendez Distributors Pvt. Ltd. 19. RG Residency Private Limited 	<ol style="list-style-type: none"> 1. Fortune Assets Private Limited 2. Prag BM Trades Private Limited 3. Vinig Management and Consultants Pvt Ltd. 4. RG Residency Private Limited 5. KVIR Towers Private Limited 6. RG Promoters Private Limited 7. RKG Estates Private Limited 8. RKG Holdings Private Limited 9. Deesha Merchandise Pvt Ltd 10. Jagajyoti Distributors Pvt Ltd 11. Krypton Vanijya Pvt Ltd. 12. Magus Project Services Pvt Ltd 13. Magus Real Estates Pvt Ltd. 14. Magus Urban Projects Pvt Ltd 15. Dimension Landcon Pvt Ltd 16. Real Growth Corporation Limited 17. Elegant Facility Management Pvt Ltd 18. Radiant Dealer Private Limited 19. Clarity Dealer Private Limited

Hindusthan Credit Capital Limited.



Company Secretary

Chairperson / Member of the Committee of the Board of Directors of the Company	Nil	Audit Committee – Member Nomination and Remuneration Committee – Member Stakeholder Relationship and Investors Grievance Committee – Member
Names of other listed entities in which the person also holds the Directorship and the Membership of Committees of the Board	Non-Executive Non-Independent Director in- Real Growth Corporation Limited	Non-Executive Non-Independent Director in- Real Growth Corporation Limited Committee Details: Real Growth Corporation Limited Audit Committee – Member Nomination and Remuneration Committee – Member Stakeholder Relationship and Investors Grievance Committee – Member
Membership/Chairmanship of Committee of other Companies	Nil	
Number of Board Meetings attended during the year	06	06
Number of Shares held either directly or as beneficial owner	1,85,000	Nil
Terms and conditions of appointment/ reappointment including Remuneration sought to be paid	As per the Appointment Letter. He is liable to retire by rotation.	As per the Appointment Letter. Term of Appointment: for the period of five (05) years w.e.f. 12th February, 2026.
Remuneration last drawn	Nil	Nil
Relationship with other Directors inter se, Manager and KMPs of the Company	NA	NA
Listed entities from which he has resigned in the past three years	Nil	Nil

By Order of the Board of Directors of
Hindusthan Credit Capital Limited



Poonam Sharma
Company Secretary & Compliance Officer

Date: 12-02-2026

HINDUSTHAN CREDIT CAPITAL LTD.

CIN: L17125WB1983PLC036209

Reg. off: 2nd Floor, Unit D, 3, British Indian Street, Kolkata, West Bengal-700069

Corp. Off: G-05, Ground Floor, Plot No. SU, LSC B-Block RG City Centre, Lawrence Road, Delhi-110035

Email ID: info@hindusthancapital.com

Website: www.hindusthancapital.com | Ph No: +91 9560096069

POSTAL BALLOT FORM

Serial No.

FOR EQUITY SHAREHOLDERS OF Rs.10/- EACH

1.	Name & Registered Address of the sole/first named shareholder	
2.	Name(s) of the joint shareholder(s), if any.	
3.	Registered folio No./DP ID No./Client ID No.*(Applicable to investors holding shares in dematerialized form)	
4.	Number of Shares held	
5.	I/We hereby exercise my/our votes in respect of the Special Business proposed to be passed through Postal Ballot as set out in the Notice of the Company dated 12 th February, 2026 by sending my/our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below.	

S. No	Item	No. of Equity Shares	I/We assent to the Resolution (FOR)	I/We assent to the Resolution (AGAINST)
1.	Ordinary Resolution: Re-Designation of Mr. Rajesh Goyal (DIN: 01339614) from Whole-Time Director to Non-Executive Non-Independent Director			
2.	Special Resolution: Re-Designation and appointment of Mr. Himanshu Garg (DIN: 08055616) as Whole-Time Director (Executive Director) and approval of Remuneration thereof			

Last date for the receipt of Postal Ballot Form by the scrutinizer: 19th March, 2026 (05:00 P.M.)

Date:

Place:

Signature of the Shareholder

(Refer to Instructions overleaf)

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	User ID	Password
138534		

Commencement of e-voting	End of e-voting
Wednesday, 18th February, 2026 (9:00 A.M.)	Thursday, 19 th March, 2026 (5:00 P.M.)

HINDUSTHAN CREDIT CAPITAL LTD.

CIN: L17125WB1983PLC036209

Reg. off: 2nd Floor, Unit D, 3, British Indian Street, Kolkata, West Bengal-700069

Corp. Off: G-05, Ground Floor, Plot No. SU, LSC B-Block RG City Centre, Lawrence Road, Delhi-110035

Email ID: info@hindusthancapital.com

Website: www.hindusthancapital.com | Ph No: +91 9560096069

INSTRUCTIONS

Process and manner for members opting to vote by using the Postal Ballot Form

1. A Member desiring to exercise his/her vote by Postal Ballot may complete this Postal Ballot Form and send it to the Company in the attached self-addressed envelope. Postage will be borne and paid by the Company. However, envelope containing Postal Ballot, if sent by courier or by hand at the expense of the registered member will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The self-addressed & postage-prepaid reply envelope bearing the name of the Scrutinizer appointed by the Board of Directors of the Company is enclosed herewith.
4. Consent must be accorded by placing a tick mark [√] in the column 'I assent to the resolution (FOR)' or dissent must be accorded by placing a tick mark [√] in the column 'I dissent to the resolution (AGAINST)'.
5. This Form should be completed and signed by the member. In case of joint holding, this Form should be completed and signed (as per the specimen signature Registered with the Company) by the first named member and in his absence, by the next named member.
6. There will be one Postal Ballot Form for every Folio irrespective of the number of joint holders.
7. The Postal Ballot shall not be exercised by a Proxy.
8. The votes of a member will be considered invalid on any of the following grounds:
 - a) If the Member's signature does not tally;
 - b) If the member has marked his/ her/ its vote both for 'Assent' and 'Dissent' to the resolution in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceeds total number of shares held;
 - c) If the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - d) If the Postal Ballot Form is torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either, the member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds;
 - e) A form other than one issued by the company has been used;
 - f) It has not been signed by or on behalf of the member;
 - g) Neither assent nor dissent is mentioned;
 - h) Any competent authority has given directions in writing to the company to freeze the voting rights of the member;
 - i) The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - j) It is received from a member who is in arrears of payment of calls;
 - k) Member has made any amendment to the resolution or imposed any condition while exercising his vote.
9. The Scrutinizer's decision on the validity of a Postal Ballot will be final.
10. The duly completed Postal Ballot Forms should reach to the Scrutinizer not later than the close of working hours on 5:00 P.M. on 19th March, 2026 at Plot No. 14, Rajbagh Colony, Sahibabad, Near Rajbagh Metro Station, Ghaziabad-201005. All Postal Ballot Forms received after this date will be strictly treated as if the reply from the member(s) has not been received.
11. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified above.
12. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authorization together with specimen signature(s) of the duly authorized signatories.
13. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
14. Postal Ballot Form received by fax will be rejected as if reply from member has not been received unless the original Postal Ballot Form is received within prescribed time period.
15. A member need not use all his/ her votes nor does he/ she need to cast his/ her votes in the same way.
16. Only a member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the notice who has no voting right should treat the notice as intimation only.
17. In case a member cast vote both by way of postal ballot and e-voting, then the vote casted through e-voting will be accepted without considering the time at which the vote was casted by either of the method.