Zerodha Capital
Private Limited

NOTICE IS HEREBY GIVEN THAT THE 13TH ANNUAL GENERAL MEETING OF ZERODHA CAPITAL PRIVATE LIMITED FOR THE FINANCIAL YEAR 2025-26 WILL BE HELD ON WEDNESDAY, AUGUST 05, 2026 AT 10:30 A.M AT THE REGISTERED OFFICE OF THE COMPANY AT 192A 4TH FLOOR, KALYANI VISTA, 3RD MAIN ROAD, J.P NAGAR 4TH PHASE, NO. 165/17K. NO.245/239/230/165/1 KRISHNA RAJU L/O DORESANI PALYA BANGALORE, KARNATAKA - 560078

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company together with the Reports of the Auditors and Board of Directors thereon for the Financial Year ended March 31, 2026.

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

RESOLVED THAT the Audited Financial Statements comprising the Balance Sheet as at March 31, 2026, Statement of Profit & Loss of the Company and Cash Flow Statement of the Company for the Financial Year ended March 31, 2026, together with the Notes as annexed thereto and the Reports of the Auditors and the Board of Directors dated June 29, 2026, thereon, as circulated to the Members of the Company, be and are hereby received, considered and adopted."

2. Appointment of statutory auditors of the company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, M/s. HARISH B & CO., Chartered Accountants (Firm Registration No. 026443S), who have consented to act as Statutory Auditors of the Company and have confirmed their eligibility under the provisions of the Companies Act, 2013, be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this 13th Annual General Meeting until the conclusion of the 18th Annual General Meeting of the Company, at such remuneration, plus applicable taxes and reimbursement of out-of-pocket expenses, as may be determined by the Board of Directors of the Company."

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

By Order of the Board
For Zerodha Capital Private Limited

ZERODHA Capital Private Limited Bangalore

Abhilash SR
Director
(DIN:10765160)
Date: 09.07.2026
Place: Bengaluru

CIN: U67100KA2014PTC073653
Registered Office: 192A 4th Floor, Kalyani Vista, 3rd Main Road, J.P Nagar 4th Phase, No. 165/17K. No. 245/239/230/165/1 Krishna Raju L/O Doresani Palya Bangalore, Karnataka - 560078
Branch office: No.172/1F/12A, (old Door No.769-1F-12A), Spencer Plaza, Anna Salai, Chennai-600002
Website: zerodhacapital.com Email id: nbfc@zerodha.com Phone No: 080-4716-6888

Notes

1. Any member of a company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person (whether a member or not) as his proxy to attend and vote instead of himself; but a proxy so appointed shall not have any right to speak at the meeting. A proxy need not be a Member of the Company.

2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy, and such person shall not act as a proxy for any other member. Proxies submitted on behalf of companies, societies, etc. must be supported by an appropriate resolution/authority, as applicable.

3. A proxy shall not be entitled to vote except on a poll.

4. The instrument appointing a proxy must be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the meeting. The instrument appointing a proxy shall be in writing and be signed by the appointer or his attorney duly authorised in writing or, if the appointer is a body corporate, be under its common seal or be signed by an officer or attorney duly authorised by it.

5. Every member entitled to vote at a meeting of the company, or any resolution to be moved thereat, shall be entitled during the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing of the intention so to inspect is given to the company.

6. Relevant Registers and documents as mentioned in the above Notice shall be open for Inspection at the Registered Office of the Company from 9 a.m. to 11 a.m. on any working day and also at the venue of AGM on AGM date till the commencement of the AGM.

ZERODHA Capital Private Limited
Bangalore

ZERODHA CAPITAL PRIVATE LIMITED
Registered Office: 192A 4th Floor, Kalyani Vista, 3rd Main Road, J.P Nagar 4th Phase, No. 165/17K.No.245/239/230/165/1 Krishna Raju L/O Doresani Palya Bangalore, Karnataka - 560078
CIN: U67100KA2014PTC073653

ATTENDANCE SLIP

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company

Name of the Member	
Registered Folio No	
Address of the Member	
Name of the proxy (To be filled if the proxy attends instead of the member)	
DP ID	
Client ID	

I/We hereby record my/our presence at the 13th Annual General Meeting to be held at Zerodha Capital Private Limited at 192A 4th Floor, Kalyani Vista, 3rd Main Road, J.P Nagar 4th Phase, No. 165/17K.No.245/239/230/165/1 Krishna Raju L/O Doresani Palya Bangalore, Karnataka – 560078 on Wednesday, August 05, 2026,at 10.30 A.M

Please (✓)

1. Member
2. Proxy

Signature of member/ Proxy

FORM MGT - 11

PROXY FORM

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

CIN: U67100KA2014PTC073653
Name of the Company: Zerodha Capital Private Limited
Registered Office: 192A 4th Floor, Kalyani Vista, 3rd Main Road, J.P Nagar 4th Phase, No. 165/17K.No.245/239/230/165/1 Krishna Raju L/O Doresani Palya Bangalore, Karnataka - 560078

I/We, being the member (s) of the company holding .... Equity shares/CCPS, hereby appoint

Name: ....
Address:
E-mail Id:
Signature:

Or failing him/her

Name: ....
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on/my behalf at the 13th Annual General Meeting of the Company, to be held on Wednesday, August 05, 2026, at 10.30 A.M at the Registered Office of the Company and any adjournment thereof in respect of such resolutions as are indicated below –

1. To receive, consider and adopt the Audited Financial Statements of the Company together with the Reports of the Auditors and Board of Directors thereon for the Financial Year ended March 31, 2026.
2. Appointment of statutory auditors of the Company.

Signed on the ______ day of _________ 2026

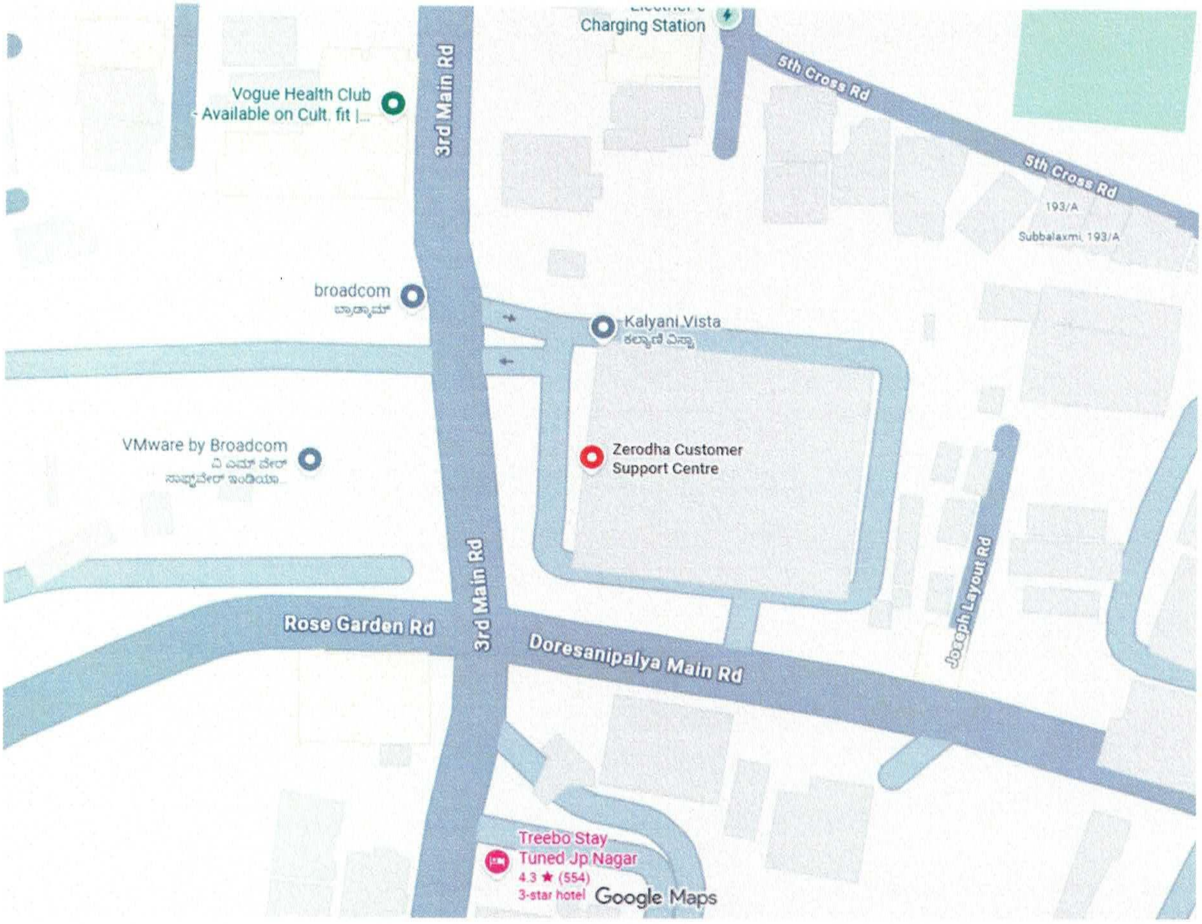
Signature of Shareholder

Signature of Proxy Holder(s)

NOTE - This form of Proxy in order to be valid and effective has to be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

Zerodha Capital
Private Limited

13th Annual General Meeting of Zerodha Capital Private Limited to be held at the Registered Office of the Company at 192A 4th Floor, Kalyani Vista, 3rd Main Road, J.P Nagar 4th Phase, No. 165/17K.No.245/239/230/165/1 Krishna Raju L/O Doresani Palya Bangalore, Karnataka – 560078



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