

# **F MEC INTERNATIONAL FINANCIAL SERVICES LIMITED**

CIN: L65100DL1993PLC053936

Website: [www.fmecinternational.com](http://www.fmecinternational.com)

Email: [fmecinternational@gmail.com](mailto:fmecinternational@gmail.com)

Tel: 01145548681

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**April 08, 2026**

**To**  
**Listing Department**  
**BSE Limited**  
**Floor 25, P J Towers**  
**Dalal Street, Mumbai-400001**

**BSE ID: F MEC**

**Scrip Code: 539552**

Dear Sir/Madam,

**Subject: Outcome of Board Meeting pursuant to Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulations.**

Pursuant to Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“the listing regulation”), we wish to inform you that the meeting of the Board of Directors held on April 08, 2026, has inter-alia considered and approved the following matters.

1. Sub-division of 1 (One) equity share of face value of ₹ 10/- each fully paid-up into 5 (Five) equity shares of face value of ₹ 2/- each fully paid-up, held by the shareholders of the company as on the record date subject to the approval of shareholders in Extraordinary General Meeting.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Disclosure Obligations and Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as “**Annexure I**”.

2. Issue of bonus equity shares in the ratio of 1:10 i.e., 1 (One) bonus Equity Share of ₹ 2/- (Rupee Two) each for every 10 (Ten) Equity Shares of ₹ 2/- (Rupee Two) each fully paid-up, held by the shareholders of the Company as on the record date, subject to the approval of shareholders in Extraordinary General Meeting.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Disclosure Obligations and Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as “**Annexure II**”.

3. Approved proposal to raise funds by way of issuance of Secured Unlisted Non-Convertible Debentures on private placement basis. Further, the detailed disclosure as required under Regulation 30 of the Listing Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as “**Annexure – III**”.
4. Approved the Change in designation of Mr. Kabeer Choudhary (DIN: 03142141) as an Executive Director of the Company with effect from April 08, 2026.
5. Approved the Appointment of Mitcon Credentia Trusteeship Services Limited as the Debenture Trustee for the Debenture holders of the present issue of the Debentures, to be issued by the Company.

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6. Notice of Extraordinary General Meeting (“EGM”) of the Company to be held on Monday, May 04, 2026 at 12:30 PM (IST), through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), to seek necessary approval of the members of the Company for the aforesaid agenda. The Board of Directors has approved the draft notice of the EGM and matters related thereto. The notice of the said EGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at [www.fmecinternational.com](http://www.fmecinternational.com) and on the website of the stock exchange(s) i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com), in due course.
7. The Company has fixed Monday, April 27, 2026, as the cut-off date for the purpose of remote e-voting for ascertaining the names of the shareholders, holding shares either in physical form or dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted at the EGM of the Company.
8. Constitute Finance Committee of the Board of Directors of the Company with respect to Issuance of NCDs.
9. Appointment of M/s. A.K Verma & Co., Practising Company Secretaries as the Scrutinizer of the EGM of the Company to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.
10. Avail the services of NSDL for providing remote e-voting and e-voting facility to the shareholders at the ensuing EGM of the Company

The above-mentioned information is also available on the website of the company at [www.fmecinternational.com](http://www.fmecinternational.com).

The Board Meeting today commenced at 03:30 P.M. and concluded at 04:50 P.M.

Kindly take the above information on your records and oblige.

Thanking You,  
Yours faithfully,

**For F MEC International Financial Services Limited**

**Ms. Ronika Dhall**  
**Company Secretary & Compliance Officer**  
**M.No.:A39463**

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## Annexure-I

Details required under Schedule III of Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

### Split/Consolidation of shares:

Sr. No.	Particulars	Details																								
1.	Split/ <del>consolidation</del> ratio	Sub-division of 1 (one) equity share of face value of ₹ 10 each fully paid-up into 5 (Five) equity shares of face value of ₹ 2 each fully paid-up.																								
2.	Rationale behind the Split/ <del>consolidation</del>	This corporate action aims to improve share liquidity and affordability, making the Company's equity shares more accessible and encouraging wider retail investor participation.																								
3.	Pre and post share capital-Authorised paid-up and subscribed	<table border="1"><thead><tr><th rowspan="2">Particulars</th><th colspan="2">Pre Sub-division</th><th colspan="2">Post Sub-division</th></tr><tr><th>No. of Shares</th><th>Face value (₹)</th><th>No. of Shares</th><th>Face value (₹)</th></tr></thead><tbody><tr><td>Authorised</td><td>1,50,00,000</td><td>10</td><td>7,50,00,000</td><td>2</td></tr><tr><td>Paid-up</td><td>88,91,768</td><td>10</td><td>4,89,04,724 *#</td><td>2</td></tr><tr><td>Subscribed</td><td>88,91,768</td><td>10</td><td>4,89,04,724 *#</td><td>2</td></tr></tbody></table> <p><i>*Consequent to sub-division/split in face value of Equity Shares from ₹ 10/- each to ₹ 2/-, resulting into 5 Equity Shares of ₹ 2/- each for existing 1 Equity Share of ₹ 10/- each.</i></p> <p><i>#This also includes Bonus Share to be issued in the ratio of 1:10.</i></p>	Particulars	Pre Sub-division		Post Sub-division		No. of Shares	Face value (₹)	No. of Shares	Face value (₹)	Authorised	1,50,00,000	10	7,50,00,000	2	Paid-up	88,91,768	10	4,89,04,724 *#	2	Subscribed	88,91,768	10	4,89,04,724 *#	2
Particulars	Pre Sub-division			Post Sub-division																						
	No. of Shares	Face value (₹)	No. of Shares	Face value (₹)																						
Authorised	1,50,00,000	10	7,50,00,000	2																						
Paid-up	88,91,768	10	4,89,04,724 *#	2																						
Subscribed	88,91,768	10	4,89,04,724 *#	2																						
4.	Expected Time of completion	Within prescribed timeline specified in this regard, if any, under the Companies Act, 2013 and rules made there under and / or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.  The Company will complete the Corporate Action on or before June 02, 2026, Subject to necessary approvals.																								
5.	Class of shares which are <del>Consolidated</del> or Sub-divided	Equity shares (There is only one class of equity shares).																								
6.	Number of shares of each class Pre and Post-Split <del>or Consolidation</del>	Not Applicable																								
7.	Number of shareholders	Not Applicable																								

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	who did not get any shares in Consolidation and their Pre— Consolidation Shareholding	
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## Annexure-II

Details required under Schedule III of Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Sr. No.	Particulars	Details																								
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Equity Shares																								
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Bonus Issue																								
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	44,45,884 Equity Shares of face value of ₹2/- each (post considering the split of face value of shares)																								
4.	Whether bonus is out of free reserves created out of profits or share premium account	Share Premium Account																								
5.	Bonus ratio	1 (One) bonus equity shares of ₹ 2 (Rupee Two) each for every 10 (Ten) equity shares of ₹ 2 (Rupee Two) each fully paid up.																								
6.	Details of share capital -pre and post bonus issue	<table border="1"><thead><tr><th rowspan="2">Particulars</th><th colspan="2">Pre Bonus Issue</th><th colspan="2">Post Bonus Issue</th></tr><tr><th>No. of Shares</th><th>Face value (₹)</th><th>No. of Shares</th><th>Face value (₹)</th></tr></thead><tbody><tr><td>Authorised</td><td>1,50,00,000</td><td>10</td><td>7,50,00,000*</td><td>2</td></tr><tr><td>Paid-up</td><td>88,91,768</td><td>10</td><td>4,89,04,724 *</td><td>2</td></tr><tr><td>Subscribed</td><td>88,91,768</td><td>10</td><td>4,89,04,724 *</td><td>2</td></tr></tbody></table> <p><i>*Consequent to sub-division/split in face value of Equity Shares from Rs. 10/- each to Rs. 2/-, resulting into 5 Equity Shares of Rs. 2/- each for existing 1 Equity Share of Rs. 10/- each.</i></p>	Particulars	Pre Bonus Issue		Post Bonus Issue		No. of Shares	Face value (₹)	No. of Shares	Face value (₹)	Authorised	1,50,00,000	10	7,50,00,000*	2	Paid-up	88,91,768	10	4,89,04,724 *	2	Subscribed	88,91,768	10	4,89,04,724 *	2
Particulars	Pre Bonus Issue			Post Bonus Issue																						
	No. of Shares	Face value (₹)	No. of Shares	Face value (₹)																						
Authorised	1,50,00,000	10	7,50,00,000*	2																						
Paid-up	88,91,768	10	4,89,04,724 *	2																						
Subscribed	88,91,768	10	4,89,04,724 *	2																						
7.	Free reserves and/ or share premium required for implementing the bonus issue;	Upto ₹ 88,91,768/- is required for implementing the Bonus Issue.																								

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8.	Free reserves and/ or share premium available for capitalization and the date as on which such balance is available;	Free reserve stands at ₹ 2.32 and Securities Premium stand at ₹ 2.02 Crore as per the audited financials for the year ended on March 31, 2025.
9.	Whether the aforesaid figures are audited	Yes
	Estimated date by which such bonus shares would be credited/dispatched;	Within prescribed timeline specified in this regard, if any, under the Companies Act, 2013 and rules made there under and / or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.  The Company will complete the Corporate Action on or before June 02, 2026, Subject to necessary approvals.

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## Annexure-III

Disclosure in terms of Regulation 30 of Listing Regulations read with SEBI circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Sl. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Unlisted, Secured, Non-Convertible Debenture
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Issue of NCDs on private placement basis.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Upto 5,00,000 (Five Lakhs) Secured, Unlisted, Redeemable, Non-Convertible debentures (NCDs) denominated in INR, having a face value of ₹ 100 (Indian Rupees One Hundred) each aggregating upto ₹ 5,00,00,000/- (Indian Rupees Five Crore).
4.	Size of the issue	Upto ₹ 5,00,00,000/- (Indian Rupees Five Crore) (Series -A).
5.	Whether proposed to be listed? If yes, name of the stock exchange(s)	Unlisted
6.	Tenure of the instrument - date of allotment and date of maturity	Series A - 18 (Eighteen) months from the Date of Allotment.
7.	Coupon/interest offered, schedule of payment of coupon/interest and principal	<b>Coupon/interest offered:</b> Series A – 16% (Sixteen percent) per annum.
8.	Charge/security, if any, created over the assets	Secured by way of hypothecation on pari-passu charge on the assets of the company comprising of loans and advances, receivables, investments, current & other assets held by the Company, created in favour of the Debenture Trustee, as specifically set out in and fully described in the Debenture Trust Deed, except those receivables specifically and exclusively charged in favour of certain existing charge holders, such that a security cover of at least 100% of the outstanding principal amounts of the NCDs and interest thereon is maintained at all time until the Maturity Date.
9.	Special right/interest/privileges attached to the instrument and changes thereof	Not Applicable
10.	Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	In case of default in payment of interest and /or principal redemption on the due dates, additional interest @2% p.a. over the Coupon Rate will be payable by the company for the defaulting period.

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11.	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not Applicable
12.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	Not Applicable