Date : 05/09/2026

To
BSE Limited
Department of Corporate Services,
PhirojJeejibhoy Towers, Dalal Street
Mumbai – 400 001
Scrip Code: 533270

To
National Stock Exchange of India Limited
Listing Department,
C-1, G- Block, Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051
Symbol: Bedmutha

Sub: Submission of Notice of Thirty Sixth (36th) Annual General Meeting of the Company

Dear Sir / Madam,

We would like to inform that Thirty Sixth (36th) Annual General Meeting (AGM) of the Members of the Company will be held on **Monday, September 28, 2026 at 11.45 a.m. (IST)** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In compliance with applicable provisions of the Companies Act, 2013 read with General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") read together with earlier circulars issued by MCA in this regard (collectively referred to as "MCA Circulars") read together with the circulars issued by SEBI in this regard (collectively referred to as "SEBI Circulars"), which permitted the holding of Annual General Meeting through VC / OAVM without the physical presence of members at common venue.

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide its members with the remote e-voting facility. Accordingly, for the purpose of determining the shareholders eligible to cast their vote electronically, the Company has fixed **Monday, September 21, 2026 as the Cut-off date**. The Company has engaged the services of MUFG Intime India Private Limited (earlier known as Link Intime India Private Limited) to provide the e-voting facility on Instavote platform.

The remote e-voting period commences from **9.00 a.m. (IST) on Friday, September 25, 2026 and ends at 05:00 p.m. (IST) on Sunday, September 27, 2026**. The facility of voting through electronic voting system shall also be made available at the AGM and the members participating in AGM through VC/OAVM, who have already not cast their vote by remote e-voting shall be eligible to cast their vote in the meeting.

Further to inform you that pursuant to Section 91 and other applicable provisions of the Companies Act, 2013 and Regulation 42 of the SEBI (LODR) Regulations, 2015 and other applicable provisions, if any, it is hereby informed that the **Share Transfer Books and Register of Members will be closed** from **Tuesday, September 22, 2026 to Monday, September 28, 2026 (both days inclusive)** for the purpose of 36^{th} AGM of the Company.

We are enclosing herewith the Notice of 36^{th} Annual General Meeting of the Company.

Further, the Notice of AGM is available on the website of the Company https://bedmutha.com/investor/ and on the website of the MUFG Intime India Private Limited at https://instavote.linkintime.co.in.

We would like to inform you that in view of the above mentioned MCA circular and SEBI circular notice of the AGM alongwith the Annual Report 2025-26 is being sent only through electronic mode to those members whose email addresses are registered with the Depositories.

Kindly take the same on your record.

For and on behalf of
Bedmutha Industries Limited

NILESH SHANKAR AMRUTKAR
Digitally signed by NILESH SHANKAR AMRUTKAR
Date: 2026.09.05 10:17:02 +05'30'

Nilesh Amrutkar
Company Secretary & Compliance Officer
ICSI M. No. ACS-24085

Encl: AGM Notice

NOTICE TO MEMBERS

Notice is hereby given that the **Thirty-Sixth (36th) Annual General Meeting** of the Members of Bedmutha Industries Limited will be held on **Monday, September 28, 2026** at **11.45 AM (IST)** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business. The venue of the Meeting shall be deemed to be the Registered Office of the Company at A-70/71/72, STICE, Musalgaon, Sinnar-Shirdi Road, Sinnar, Nashik, Maharashtra 422 112 to transact the following business :-

ORDINARY BUSINESS:

1. **ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS**

   To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon and in this regard, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2026 and the reports of the Board of Directors and Auditors thereon as circulated to the Members and laid before the meeting be and are hereby considered and adopted."

2. **ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS**

   To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with Auditors Report thereon and in this regard, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2026 and the report of the Auditors thereon as circulated to the Members and laid before the meeting be and are hereby considered and adopted."

3. **RE-APPOINTMENT OF MR. AJAY VEDMUTHA (DIN:01726879), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION**

   To appoint a Director in place of **Mr. Ajay Vedmutha (DIN: 01726879)**, who retires by rotation and, being eligible, offers himself for re-appointment and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section152 of the Companies Act, 2013, **Mr. Ajay Vedmutha (DIN: 01726879)**, Joint Managing Director of the Company, who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

   RESOLVED FURTHER THAT the re-appointment of Mr. Ajay Vedmutha as a Director, shall not in any way constitute a break in his existing office as the Joint Managing Director of the Company."

SPECIAL BUSINESS

4. **RATIFICATION OF THE REMUNERATION TO BE PAID TO THE COST AUDITORS FOR THE FINANCIAL YEAR 2026-27**

   To consider ratification of remuneration payable to Cost Auditors and in this regard to pass the following resolution as an **Ordinary Resolution**:

   RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 ("the Act") and all other applicable provisions of the Act, the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, if any, for the time being in force) and recommendation of the Audit Committee, the Members of the Company do hereby ratify the remuneration of Rs.1,75,000/- (Rupees One Lakhs Seventy Five Thousand Only) plus applicable tax and reimbursement of related business expenses, at actuals to M/s. Deodhar Joshi & Associates, Cost Accountants (Registration No. 002146), who have been appointed by the Board of Directors of the Company, as the Cost Auditors to conduct audit of the cost records maintained by the Company, for the financial year 2026-27."

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

5. **TO CONSIDER AND APPROVE THE REMUNERATION PAYABLE TO MR. KACHARDAS RATANCHAND BEDMUTHA (DIN:00715619), WHOLE-TIME DIRECTOR, DESIGNATED AS CHAIRMAN OF THE COMPANY, EFFECTIVE FROM APRIL 01, 2026 TO AUGUST 09, 2027**

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 178, 188, 196, 197, 203 and other applicable provisions of the Companies Act, 2013, read with Schedule V thereto, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such statutory and regulatory approvals as may be required, and pursuant the recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent of the members be and is hereby accorded for payment of the increased remuneration not exceeding Rs.90,00,000/- (Rupees Ninety lakhs) per annum (Rs.7,50,000/- per month) to Mr. Kachardas Ratanchand Bedmutha (DIN: 00715619), Whole-time Director designated as Chairman of the Company, for a period commencing from April 01, 2026 to August 09, 2027.

RESOLVED FURTHER THAT the approval of the shareholders be and is hereby accorded for payment of remuneration for any financial year during the tenure of his office notwithstanding inadequacy of profits or loss in the respective financial year as per Schedule V of the Act; or even if the above payment or aggregate managerial remuneration of Executive Directors or aggregate managerial remuneration of all directors exceeds the limits as specified in Section 197(1) of the Companies Act, 2013 and/ or the second proviso thereunder; or even if the above payment exceeds the limits specified in Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mr. Kachardas Ratanchand Bedmutha as contained in the Special resolution passed by the Members of the Company at the Annual General Meeting held on 27th September, 2022 shall remain unchanged.

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

6. **TO CONSIDER AND APPROVE THE REMUNERATION PAYABLE TO MR. VIJAY VEDMUTHA (DIN:00716056), MANAGING DIRECTOR OF THE COMPANY, EFFECTIVE FROM APRIL 01, 2026 TO NOVEMBER 13, 2027**

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 178, 188, 196, 197, 203 and other applicable provisions of the Companies Act, 2013, read with Schedule V thereto, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such statutory and regulatory approvals as may be required, and pursuant the recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent of the members be and is hereby accorded for payment of the increased remuneration not exceeding Rs.90,00,000/- (Rupees Ninety lakhs) per annum (Rs.7,50,000/- per month) to Mr. Vijay Vedmutha (DIN: 00716056), Managing Director of the Company, for a period commencing from April 01, 2026 to November 13, 2027.

RESOLVED FURTHER THAT the approval of the shareholders be and is hereby accorded for payment of remuneration for any financial year during the tenure of his office notwithstanding inadequacy of profits or loss in the respective financial year as per Schedule V of the Act; or even if the above payment or aggregate managerial remuneration of Executive Directors or aggregate managerial remuneration of all directors exceeds the limits as specified in Section 197(1) of the Companies Act, 2013 and/ or the second proviso thereunder; or even if the above payment exceeds the limits specified in Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended..

RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mr. Vijay Vedmutha as contained in the Special resolution passed by the Members of the Company at the Annual General Meeting held on 25th September, 2023 shall remain unchanged.

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

7. TO CONSIDER AND APPROVE THE REMUNERATION PAYABLE TO MR. AJAY VEDMUTHA (DIN:01726879), MANAGING DIRECTOR OF THE COMPANY, EFFECTIVE FROM APRIL 01, 2026 TO NOVEMBER 13, 2028

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 178, 188, 196, 197, 203 and other applicable provisions of the Companies Act, 2013, read with Schedule V thereto, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such statutory and regulatory approvals as may be required, and pursuant the recommendation of the Nomination and Remuneration Committee and Audit Committee, the consent of the members be and is hereby accorded for payment of the increased remuneration not exceeding Rs.90,00,000/- (Rupees Ninety lakhs) per annum (Rs.7,50,000/- per month) to Mr. Ajay Vedmutha (DIN: 01726879), Managing Director of the Company, for a period commencing from April 01, 2026 to November 13, 2028.

"RESOLVED FURTHER THAT the approval of the shareholders be and is hereby accorded for payment of remuneration for any financial year during the tenure of his office notwithstanding inadequacy of profits or loss in the respective financial year as per Schedule V of the Act; or even if the above payment or aggregate managerial remuneration of Executive Directors or aggregate managerial remuneration of all directors exceeds the limits as specified in Section 197(1) of the Companies Act, 2013 and/ or the second proviso thereunder; or even if the above payment exceeds the limits specified in Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended."

"RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mr. Ajay Vedmutha as contained in the Special resolution passed by the Members of the Company at the Annual General Meeting held on 25th September, 2023 shall remain unchanged."

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

8. TO RECOMMEND TO THE BOARD THE INCREASE IN REMUNERATION PAYABLE TO MRS. VINITA AJAY VEDMUTHA, SENIOR - CEO OF THE COMPANY

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as a **Special Resolution**:

"RESOLVED THAT pursuant to provisions of Section 178, 188(1) (f) and other applicable provisions, if any, of Companies Act, 2013 read with the rules made thereunder and regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI (LODR) Regulations, 2015") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and such statutory and regulatory approvals as may be required, and pursuant to the recommendations of the Nomination and Remuneration Committee, the Audit Committee and the approval of the Board of Directors, consent of the Members be and is hereby accorded for an increased remuneration of not exceeding Rs.75,00,000/- (Rupees Seventy-Five lakhs) per annum (Rs.6,25,000/- per month) to Mrs. Vinita Vedmutha, Senior Chief Executive officer (S-CEO) of the Company, spouse of Mr. Ajay Vedmutha, Managing Director, and holding an place of profit under applicable provisions of Companies Act,2013 and its allied rules, on the terms and conditions as placed before the Committee and initialed by the Chairperson for identification.

RESOLVED FURTHER THAT except the above, all other terms and conditions of appointment of Mrs. Vinita Vedmutha as contained in the Special resolution passed by the Members of the Company at the Annual General Meeting held on 25th September, 2015 shall remain unchanged.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, desirable or expedient in this regard..

9. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION (S) TO BE ENTERED INTO WITH MNE COMPONENTS INDIA PRIVATE LIMITED, RELATED PARTY, FOR THE PERIOD OF ONE YEAR, UNDER SECTION 188 OF THE COMPANIES ACT,2013 READ WITH REGULATION 23(3) (e) AND 23(4) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of Regulation 23(3) (e) and 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification or re-enactment thereof) , the company's policy on materiality of and on dealing with related party transactions, and on the basis of approval and recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to enter into/ continue with the existing, Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) carried out in the ordinary course of business of the Company and at an arm's length basis from time to time with the following related parties for a period of One year i.e. up to the date of next AGM to be held for the Financial Year 2026-27, on the terms and conditions, as per the Explanatory Statement attached to this notice:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction(s)	Value of Transaction (₹ in Crore)	Material Terms & Conditions	Any other relevant/important Information
1	MNE Components India Private Limited	Companies in which Promoters/ Directors and their relatives are directly or indirectly interested by virtue of holding directorship or as shareholders of the Company	Purchase of goods or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	80 Crore	• On the similar terms and conditions in line with prevailing commercial practices with 3rd Parties in the Ordinary Course of Business and at arm's length basis • The quality and durability of the materials transacted. Effective and efficient services, with competitive cost & duration	MNE Components India Private Limited is in the business of manufacturing and/or trading in automobile, automotive, transmission and electrical and mechanical components
			Sale of Goods or Services or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	120 Crore		

RESOLVED FURTHER THAT the Board of Directors (hereinafter called the "Board", which term shall be deemed to include any person(s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) of the Company, be and is hereby authorised to do all such acts, matters, deeds and things as may be necessary or desirable in this regard.

10. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION (S) TO BE ENTERED INTO WITH ARIAN INNOVATIONS PRIVATE LIMITED, RELATED PARTY, FOR THE PERIOD OF ONE YEAR, UNDER SECTION 188 OF THE COMPANIES ACT,2013 READ WITH REGULATION 23(3) (e) AND 23(4) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To consider and, if thought fit, to give assent or dissent to the following resolution proposed to be passed as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of Regulation 23(3) (e) and

23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification or re-enactment thereof) , the company's policy on materiality of and on dealing with related party transactions, and on the basis of approval and recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to enter into/ continue with the existing, Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) carried out in the ordinary course of business of the Company and at an arm's length basis from time to time with the following related parties for a period of One year i.e. upto the date of next AGM to be held for the Financial Year 2026-27, on the terms and conditions, as per the Explanatory Statement attached to this notice:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction(s)	Value of Transaction (₹ in Crore)	Material Terms & Conditions	Any other relevant/ important Information
1	Arian Innovations Private Limited	Companies in which Promoters/ Directors and their relatives are directly or indirectly interested by virtue of holding directorship or as shareholders of the Company	Purchase of goods or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	7 Crore	• On the similar terms and conditions in line with prevailing commercial practices with 3rd Parties in the Ordinary Course of Business and at arm's length basis • The quality and durability of the materials transacted. Effective and efficient services, with competitive cost & duration	Arian Innovations Private Limited is in the business of manufacturing and/or trading in electrical and mechanical components
			Sale of Goods or Services or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	143 Crore		

RESOLVED FURTHER THAT the Board of Directors (hereinafter called the "Board", which term shall be deemed to include any person(s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) of the Company, be and is hereby authorised to do all such acts, matters, deeds and things as may be necessary or desirable in this regard.

By Order of the Board of Directors of
BEDMUTHA INDUSTRIES LIMITED

Sd/-

Nilesh Amrutkar
Company Secretary
ICSI M. No.: ACS-24085

CIN: L31200MH1990PLC057863

Registered office: A-70/71/72, STICE,
Musalgaon MIDC, Sinnar, Nashik 422 112

Date: September 03, 2026
Place: Nashik

Notes:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated 13 April 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid -19", General Circular Nos. 20/2020 dated 5 May 2020, 10/2022 dated 28 December 2022 and subsequent circulars issued in this regard, the latest being MCA General Circular No. 03/2025 dated 22.09.2025 in relation to "Clarification on holding of annual general meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/ OAVM, without the physical presence of the Members at a common venue. In compliance with MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with.

   Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.

   Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc. authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by email through its registered email address to csllp108@gmail.com with a copy marked to cs@bedmutha.com

3. The Shareholders can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the AGM Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 shareholders on first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Private Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by MUFG.

5. Institutional/ Corporate Members are required to send a scanned copy (pdf/jpg format) of its Board or governing body resolution / Authorisation letter etc. authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said resolution / authorisation shall be sent to the scrutiniser by e-mail through its registered e-mail address on csllp104@gmail.com.

6. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Ordinary & Special Businesses under Serial No. 3 to 10 to be transacted at the Annual General Meeting are annexed hereto.

7. Details as required in Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Listing Regulations') in respect of the Director seeking re-appointment(s) at the AGM is provided under Item No. 3 forming part of this Notice.

8. All documents referred to in the accompanying Notice and Explanatory Statements are open for inspection at the Registered Office of the Company at A-70/71/72, STICE, Musalgaon MIDC, Sinnar, Nashik-422112, Maharashtra, on all working days except Saturdays and Sundays during business hours up to the date of the Meeting. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 22, 2026 through email on cs@bedmutha.com. The same will be replied by the Company will be available for inspection in electronic mode.

9. The Register of Directors and Key Managerial Persons and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the AGM.

10. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM. The notice is being sent to all the members, whose names appeared in the Register of Members as on **Friday, August 28, 2026**. This notice of the Annual General Meeting of the members of the company along with Annual Report is also displayed/ posted on the websites of the company i.e. https://bedmutha.com/investor/ and that of MUFG Intime India Pvt Ltd (earlier known as Link Intime India Pvt Ltd) i.e. https://instavote.linkintime.co.in.

11. The Register of Members of the Company will remain closed from **Tuesday, September 22, 2026 to Monday, September 28, 2026** (both days inclusive).

12. The Company has appointed Mr. Sachin Sharma and failing him, Mr. Dinesh Trivedi and failing him Mr. K. R. Vishwanath, Designated Partners of M/s Sharma and Trivedi LLP, (Firm Reg. No.AAW-6850), Company Secretaries, Mumbai as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.

13. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses noting the employment of the Company and shall make, not later than two days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

14. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at https://bedmutha.com/investor/ and on the website of MUFG Intime India Pvt Ltd immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

15. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with MUFG Intime India Private Limited, in case the shares are held by them in physical form.

16. In compliance with the aforesaid MCA Circulars dated January 05, 2023 and SEBI Circular, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.bedmutha.com, websites of the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of RTA https://instavote.linkintime.co.in. Further, pursuant to Regulation 36(1)(b) of the SEBI Listing Regulations, separate letter providing a web-link of the Annual Report 2025-26 will be sent to those Members who have not registered their e-mail addresses with the Company/Depositories.

17. The Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. The Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum in accordance with Section 103 of the Act.

18. In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this Notice are being conducted through e-voting, the said resolutions will not be decided on a show of hands at the AGM, however facility for casting vote during the AGM through e-voting would be provided to the members who have not cast their vote through remote e-voting earlier.

    In addition to the remote e-voting facility provided by the Company, the members who have not cast their vote on resolutions through remote e-voting would be given a facility to cast their vote through e-voting during the AGM by clicking the link, https://instameet.in.mpms.mufg.com/.However, we encourage members to use e-voting facilities during e-voting time period.

19. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, the Company is providing remote e-voting facility to all its Members to enable them to cast their vote on the matters listed in the Notice by electronics means and business may be transacted through the e-Voting services. For this purpose, the Company has engaged services of MUFG Intime

India Private Limited, for providing e-Voting services. Remote e-voting facility will be available on the website https://instavote.linkintime.co.in from 9.00 a.m. (IST) on Friday, September 25, 2026 and ends at 05:00 p.m. (IST) on Sunday, September 27, 2026, after which the facility will be disabled by Instavote and remote e-voting shall not be allowed beyond the said date and time. The notice is also available on the website https://bedmutha.com/investor/. During this period shareholders of the Company, holding shares in dematerialised form, as on the **cut-off** date of Monday, September 21, 2026 may cast their votes electronically.

20. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of notice and holding shares as on cut-off date i.e. Monday, September 21, 2026, may obtain the login ID and password by sending a request at enotices@in.mpms.mufg.com or contact M/s MUFG Intime India Private Limited telephone number 022 4918 6000. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on Monday, September 21, 2026.

21. Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014 read with Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company shall remain closed from September 22, 2026 to September 28, 2026 (both days inclusive) for the purpose of Annual General Meeting.

22. The Securities and Exchange Board of India (SEBI) vide its circular dated April 20, 2018, has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account details by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of bank passbook/ statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

23. SEBI vide Circulars dated July 31, 2023, and August 4, 2023, read with Master Circular dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

24. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or MUFG Intime, for assistance in this regard.

25. As per the provisions of Section 72 of the Act, the facility for making Nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their Nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier Nomination and record a fresh Nomination, he / she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to M/s. MUFG Intime India Pvt. Ltd. in case the shares are held in physical form.

26. Information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 and Secretarial Standard 2 (SS-2) with respect to the Director, seeking re-appointment is as under:

1.	Name of the Director	**Mr. Ajay K Vedmutha**
2.	Director Identification Number(DIN)	01726879
3.	Date of Birth/Age	February 10, 1967 / Age 59
4.	Date of appointment / re-appointment	November 14, 2023
5.	Qualifications & Expertise in specific functional area	Mechanical Engineer

6.	Relationship with other Directors inter-se	Mr. Ajay Vedmutha is brother of Mr. Vijay Vedmutha (Managing Director) and son of Mr. K. R. Bedmutha (Chairman & Executive Director)
7.	Remuneration last drawn	Rs. 60 Lakhs per annum
8.	Directorships in other Public Companies as on the date of appointment/re-appointment	NIL
9.	Chairperson/Member of the Committees of Director of the Company	Stakeholders Relationship Committee – Member Corporate Social Responsibility Committee – Member
10.	Chairman/Member of the Committees of other Companies as on the date of appointment	Nil
11.	No. of Meetings of the Board attended during the year	Attended four Board meetings, held on 23rd May 2025, 07th August 2025, 12th November 2025 and 10th February 2026 For more information, Refer Corporate Governance Report annexed to the Board's Report
12.	Shareholding, if any, in the Company as on the date of appointment as required under Regulation 36 (3) (e)	34,76,464 (10.78%)
13.	Declaration of non-debarment from holding the office of Director pursuant to any SEBI order or any such other authority.	Mr. Ajay Vedmutha has declared that he is not debarred from holding of office of Director pursuant to any SEBI order or any such other authority.

Mr. Ajay K. Vedmutha (DIN: 01726879), Managing Director and CFO of the Company do not hold directorship in any other listed entities.

By Order of the Board of Directors of
BEDMUTHA INDUSTRIES LIMITED

Sd/-

Nilesh Amrutkar
Company Secretary
ICSI M. No.: ACS-24085

CIN: L31200MH1990PLC057863

Registered office: A-70/71/72, STICE,
Musalgaon MIDC, Sinnar, Nashik 422 112

Date: September 03, 2026
Place: Sinnar- Nashik

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SETTING OUT MATERIAL FACTS CONCERNING EACH ITEM OF SPECIAL BUSINESS

Ordinary Business:

ITEM No.3:

Considering the vast experience and contributions to the business of the Company since its incorporation, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has recommended the proposed re-appointment of Mr. Ajay Vedmutha (DIN: **01726879**), 59 Years, as a Director liable to retire by rotation. At present Mr. Ajay Vedmutha, is holding the office as a Managing Director and Chief Finance Officer of the Company.

Except Mr. Ajay Vedmutha, Managing Director and his father Mr. Kachardas Bedmutha (Chairman), brother Mr. Vijay K. Vedmutha (Managing Directors), and his wife Mrs. Vinita Ajay Vemutha, CEO of the Company, and the listed relatives and their entities as tabled below, none of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned, financially or otherwise in the said resolution except to the extent of their shareholding in the Company. The detail of shareholding of the promoters and the concerned related parties given under S.No.7 of the Explanatory Statement.

All the documents referred in the Notice are open for inspection at the Registered Office of the Company during 11:00 a.m. to 01:00 p.m., on all working days except Saturday, Sunday and Public Holidays up to the date of ensuing Annual General Meeting of the Company.

Special Business:

ITEM NO 04:

RATIFICATION OF REMUNERATION TO BE PAID TO COST AUDITORS FOR FINANCIAL YEAR 2025-26

The Board, on the recommendation of the Audit Committee, the Board of Directors has approved the appointment and remuneration of the Cost Auditors detailed below to conduct the audit of the cost records of the Company and to submit Cost Audit Report for the Financial Year 2026-27:

Name of the Cost Auditor	Audit Fees
M/s. Deodhar Joshi & Associates (Firm Registration No. 002146),	Rs.1,75,000/- [Rupees One Lakh Seventy Five Thousands only]

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors requires ratification by the shareholders of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 05 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year 2026-27.

All the documents referred in the Notice are available for inspection by the shareholders at the Registered Office of the Company on all working days except Public holidays, Saturdays and Sundays between 11.00 a.m. to 1.00 p.m. upto the date of the ensuing Annual General Meeting and will also be available for inspection at the Meeting.

None of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned, financially or otherwise in the said resolution except to the extent of their shareholding in the Company.

The Board recommends the passing of resolution set out at Item No. 04 for approval of the members as an **ordinary resolution.**

ITEM NO. 05 to 07:

APPROVAL OF INCREASE IN REMUNERATION PAYABLE TO EXECUTIVE DIRECTORS FROM APRIL 01, 2026 TO THE BALANCE PERIOD OF THEIR PRESENT TERM OF APPOINTMENT VIZ;

I. Mr. Kachardas Ratanchand Bedmutha (Din: 00715619), Whole-time director, designated as Chairman of the Company for the remaining period of his existing appointment i.e. Effective from April 01, 2026 to August 09, 2027.

II. Mr. Vijay Kachardas Vedmutha (Din: 00716056), Managing Director of the Company for the remaining period of his existing appointment i.e. Effective from April 01, 2026 to November 13, 2027; and

III. Mr. Ajay Kachardas Vedmutha (Din: 01726879), Joint Managing Director and chief finance officer of the Company for the remaining period of his existing appointment i.e. Effective from April 01, 2026 to November 13, 2028.

Profile :

a) Mr. Kachardas Bedmutha, aged 89 years is Engineer by qualification. He is a founder of Bedmutha Industries Limited (BIL). He has worked with leading companies such as Birla Group, Heavy Engineering Corporation and Indian Tools, etc. before venturing in the industry. Under his able leadership the Bedmutha Group has grown from single product to multi-product group. Taking into consideration his qualifications, experience and expertise, he was re-appointed as Whole-time Executive Director designated as Chairman of the Company for the period from August 10, 2022 to August 09, 2027. Accordingly, the Board of Directors of the Company in its meeting held on August 12, 2026 discussed and considered his long term association & contribution towards the growth of the Company, on the recommendation of Nomination & Remuneration Committee & Audit Committee, and has approved and recommended the 50% increase in remuneration payable to Mr. Kachardas R. Bedmutha for the remaining period from the recommendation i.e., from April 01, 2026 to August 09, 2027.

b) Mr. Vijay Vedmutha, aged 62 years is Engineer by qualification. He is a founder of Bedmutha Industries Limited (BIL). He is an accomplished Industrial & Production Engineer with an MBA in Finance, bringing a strong blend of technical expertise and financial acumen to his leadership role. As a key member of Bedmutha Industries Limited ("BIL") since its inception, he has been instrumental in driving the Company's strategic growth and operational excellence and he is having experience of more than three decades in managing the business. Mr. Vijay Vedmutha is responsible for Purchase, Planning and Controls operations of the Company. His hands-on leadership and strategic foresight have significantly contributed to BIL's expansion and market positioning. He currently serves as a Director at JITO Apex and is an active member of the Managing Committee of the Maharashtra Chamber of Commerce, Industry and Agriculture (MACCIA),

Taking into consideration his qualifications, experience and expertise, he was re-appointed as Managing Director of the Company for the period from November 14, 2023 to November 13, 2027. The existing approval of remuneration given on the basis of effective capital in accordance with the provisions of Schedule V to the Act., would lapse on November 13, 2026. Accordingly, the Board of Directors of the Company in its meeting held on August 12, 2026 discussed and considered his long term association & contribution towards the growth of the Company, on the recommendation of Nomination & Remuneration Committee & Audit Committee, and has approved and recommended the 50% increase in remuneration payable to Mr. Vijay Vedmutha for the remaining period from the recommendation i.e., from April 01, 2026 to November 13, 2027.

c) Mr. Ajay Vedmutha, aged 59 years is Engineer by qualification. He is a Mechanical and Chartered Engineer with over 25 years of leadership experience in business management and financial strategy. He is a distinguished member of the Institute of Engineers (India) and is actively associated with several renowned professional organizations, including the Deccan Sugar Technologies Association, the National Safety Council, and the Institute of Valuers. He has been an integral part of Bedmutha Industries Limited since 23rd August 1990 and currently designated as the Managing Director & Chief Financial Officer (CFO). In this dual leadership role, Mr. Vedmutha is at the helm of steering the company's overall strategic direction, business operations, expansion initiatives and also responsible for overseas marketing and finance operations of the Company.

As CFO, he oversees critical financial domains such as financial planning and analysis, corporate finance, treasury, taxation, commercial functions, risk management, financial reporting, and regulatory compliance etc. His strategic foresight and financial acumen have been instrumental in enhancing the company's financial strength and governance standards. He currently serves as the Vice-Chairman of the Steel Wire Manufacturers Association of India In addition, and as the Vice-Chairman of JITO ROM (Rest of Maharashtra)

Taking into consideration his qualifications, experience and expertise, he was re-appointed as Joint Managing Director & Chief Financial Officer of the Company for the period from November 14, 2023 to November 13, 2028. The existing approval of remuneration given on the basis of effective capital in accordance with the provisions of Schedule V to the Act., would lapse on November 13, 2026. Accordingly, the Board of Directors of the Company in its meeting held on August 12, 2026 discussed and considered his long term association & contribution towards the growth of the Company, on the recommendation of Nomination & Remuneration Committee & Audit Committee, and has approved and recommended the 50% increase in remuneration payable to Mr. Ajay Vedmutha for the remaining period from the recommendation i.e., from April 01, 2026 to November 13, 2028.

Mr. Kachardas R. Bedmutha, Mr. Ajay Vedmutha & Mr. Vijay Vedmutha was drawing remuneration is given herein below;

Remuneration	Designation	Appointment Period	Annual Remuneration (Rs. In Lakh)	Remuneration Approval Valid Till
Mr. Vijay Vedmutha	Managing Director	14/11/2023 to 13/11/2027	60.00	13-11-2026
Mr. Ajay Vedmutha	Managing Director & CFO	14/11/2023 to 13/11/2028	60.00	13-11-2026
Mr. Kachardas Bedmutha	Whole-time Director (Designated as Chairman)	10/08/2022 to 09/08/2027	60.00	09-08-2027

(monthly breakup of the existing remuneration is given herein below)

Monthly Remuneration (Amt in Rs.)	Basic	HRA	Medical Allowance	Books and Periodical Allowance	Special Allowance	Gross
Mr.Kachardas R. Bedmutha	2,50,000	1,00,000	75,000	10,000	65,060	5,00,060
Mr. Vijay K. Vedmutha	2,50,000	1,00,000	75,000	10,000	65,000	5,00,000
Mr. Ajay K. Vedmutha	2,50,000	1,00,000	75,000	10,000	65,000	5,00,000

The Proposed remuneration for the balance term of existing appointment of Mr. Kachardas R. Bedmutha, Mr. Ajay Vedmutha & Mr. Vijay Vedmutha is as given herein below;

Remuneration	Designation	Appointment Period	Annual Remuneration (Rs. In Lakh)	Remuneration Approval Valid Till
Mr. Vijay Vedmutha	Managing Director	14/11/2023 to 13/11/2027	90.00	13-11-2027
Mr. Ajay Vedmutha	Managing Director & CFO	14/11/2023 to 13/11/2028	90.00	13-11-2028
Mr. Kachardas Bedmutha	Whole-time Director (Designated as Chairman)	10/08/2022 to 09/08/2027	90.00	09-08-2027

(monthly breakup structure of the proposed remuneration shall remain same with 50% increase)

It is recommended that there will be no change in the remuneration structure including other the terms and conditions of the appointment, as agreed between the Board & Mr. Kachardas R. Bedmutha, Mr. Ajay Vedmutha & Mr. Vijay Vedmutha

Further, as per the provisions of **Section 198 the net profit of the Company for FY2025-26 is approx Rs.13.61 Crores** and **maximum ceiling limit of overall remuneration to be payable to all executive directors shall be Rs.1.36 Crores**.

Further, in case Company has no profits or its profits are inadequate, during any financial Year, the Company shall pay to Mr. Kachardas R. Bedmutha, the approved remuneration as the Minimum Remuneration in accordance with the provisions of Schedule V to the Act. The effective Capital of the Company is more than Rs.250 Crore and in terms of Schedule V to the Act, the Company can pay to an Executive Director upto Rs.120 lakhs plus 0.01% of the effective capital in excess of Rs.250 crores for a Financial Year. The proposed remuneration amount is based on provisions of effective capital limits considering the inadequacy of profits in immediate previous year.

Further, pursuant to Regulation 17(6)(e) of SEBI Listing Regulations, approval of the shareholders of the company by way of a special resolution is required for (i) payment of annual remuneration to executive director, who is a promoter or member of the promoter group of the company, exceeding rupees 5 crore or 2.5 per cent of the net profits (computed as per the provisions of Section 198 of the Act) of the company, whichever is higher; or (ii) where there is more than one such director, payment of aggregate annual remuneration to such directors exceeding 5 percent of the net profits (computed as per the provisions of Section 198 of the Act) of the company.

The following additional information as required by Section II of Part II of Schedule V to the Companies Act, 2013 is given below:

I. **General Information:**

1) Nature of Industry:

The Company is the leading steel wire and copper products manufacturer. The Company has a wide range of wire & wire products like Galvanized Wires, Cable Armor Wires, ACSR Wires, Earth Wires, Stay Wires, Spring Steel Wires, Barbed Wires etc. and Copper products such as bars, Rods and cables.

2) **Date or expected date of Commencement of Commercial production:**

The Company was incorporated on August 23, 1990 and commenced its commercial production in the same financial year.

3) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:**

Not Applicable

4) **Financial performance based on given indicators - as per audited financial results for the year ended March 31, 2026:**

Particulars	Rs. in lakhs
Income from Operations	1,46,673.59
Other Income	1,637.24
Profit before Interest, Depreciation and Taxes	7,558.96
Net profit as per Profit & Loss Account (after tax)	705.06
Net worth	15246.69

5) **Foreign Investment or collaborations, if any:**

None

II. **Information about the appointee**

Particulars	**Mr. Vijay K Vedmutha** (DIN: 00716056)	**Mr. Ajay K. Vedmutha** (DIN: 01726879)	**Mr. Kachardas Ratanchand Bedmutha** (DIN: 00715619)
Background Details	Mr. Vijay K. Vedmutha, aged 62 years is a Managing Director of the Company. He is Industrial & Production Engineer by qualification. He has done MBA with specialization in Finance. He currently serves as a Director at JITO Apex and is an active member of the Managing Committee of the Maharashtra Chamber of Commerce, Industry and Agriculture (MACCIA)	Mr. Ajay K. Vedmutha aged 59 years is a Managing Director of the Company. He is a Mechanical Engineer by qualification. He is member of Institution of Engineers of India', 'Deccan Sugar Technologies & Association'. 'Member of the 'National Safety Council' and 'Institute of Energy Engineers.	Mr. Kachardas R Bedmutha (DIN: 00715619) is Chairman and Executive Director of the Company. He is an accomplished Electrical Engineer and the visionary founder, with over six decades of rich industry experience, He is member of several esteemed professional bodies, including the Institute of Engineers (India), Indian Institute of Industrial Engineers, Institute of Works Managers (London), Institute of Valuers,
Past Remuneration	Rs.60.00 Lakhs per annum	Rs.60.00 Lakhs per annum	Rs.60.00 Lakhs per annum
Recognition and Award	NIL	NIL	NIL

Job profile and his suitability	Mr. Vijay K. Vedmutha is responsible for the Company's strategic growth and operational excellence by overseeing Purchase, Production, Planning and Controls operations of the Company. Taking into consideration his qualifications, experience and expertise, he is best suited for the responsibilities of current assigned role	Mr. Ajay K. Vedmutha is responsible for overseas Marketing and Finance operations of the Company. He is designated as Chief Financial Officer of the Company. Taking into consideration his qualifications, experience and expertise, he is best suited for the responsibilities of current assigned role	Mr. Kachardas R Bedmutha is actively involved in the company's expansion and sustainability initiatives, provides strategic leadership and vision, guiding the company through critical growth phases and operational milestones. Taking into consideration his qualifications, experience and expertise, he is best suited for the responsibilities of current assigned role
Remuneration proposed	Proposed remuneration is Rs.90 Lakhs per Annum	Proposed remuneration is Rs. 90 Lakhs per Annum	Proposed remuneration is Rs. 90 Lakhs per Annum
Ceiling on remuneration as per Schedule V to the Act	In accordance with the provisions of Schedule V to the Act , where effective Capital of the Company is more than Rs.250 Crore, then in Case of Inadequacy of Profit / loss, the maximum remuneration payable is up to Rs.120 lakhs plus 0.01% of the effective capital in excess of Rs.250 crores, whereas ceiling could be double with the approval of the members vide Special Resolution, up to Rs.240 Lakhs per annum.		
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	Taking into consideration the size of the Company, the qualifications, experience and expertise of Mr. Vijay K. Vedmutha, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies	Taking into consideration the size of the Company, the qualifications, experience and expertise of Mr. Ajay K. Vedmutha, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies	Taking into consideration the size of the Company, the qualifications, experience and expertise of Mr. Kachardas. Bedmutha, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies
Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:	Mr. Vijay K Vedmutha is a brother of Mr. Ajay Vedmutha (Joint Managing Director) of the company. He is a Son of Mr. K R Bedmutha (Chairman) of the company.	Mr. Ajay K Vedmutha is a brother of Mr. Vijay K. Vedmutha (Managing Director) of the Company. He is a Son of Mr. K R Bedmutha (Chairman) of the company.	Mr. Kachardas. Bedmutha is a father of Vijay K Vedmutha (Managing Director) and Mr. Ajay Vedmutha (Managing Director & CFO) of the company.

III. **Other Information**

i) **Reasons for loss or inadequate profits**:

During the financial year 2025-26, the Standalone, Income from operations of your Company increased by 29.23%, from ₹1049.33 Crores to ₹1466.74 Crores. The Company has achieved a profit of ₹75.59 crores before interest, depreciation and taxes and a Net Profit of ₹7.05 Crores after taxes as compared to previous year's EBITA ₹80.20 Crore and Net Profit ₹24.80 Crores respectively. Considering the market condition, the Company has earned inadequate profits during the year.

ii) **Steps taken or proposed to be taken for improvement:**

Since the above issues have resulted in marginally inadequate profits for the Company, the Company proposes to take the following steps for improvement:

a) Improvement of operations, in particular to:

- Improve sales and marketing efforts to increase sales volume;
- focus on reducing material cost and overheads;
- capacity addition of more value-added products to cater to evolving industry needs rather than increasing capacity of existing turnover oriented business products.

b) Special focus on improving operations at Nardana Plant

iii) **Expected increase in productivity and profits in measurable terms:**

After taking improvement steps as stated above, the Company shall be in a position to strengthen its capabilities as well as address the future opportunities in India and other markets of choice. The above measures undertaken are expected to yield positive results and improve the financial performance of the Company in the coming years.

Except Mr. K. R. Bedmutha, Chairman & Executive Director, Mr. Vijay Vedmutha, Managing Director, Mr. Ajay Vedmutha, Managing Director and Mrs. Vinita Vedmutha, S-CEO of the Company and the listed relatives and their entities as tabled below, none of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned, financially or otherwise in the said resolution except to the extent of their shareholding in the Company. Except the respective appointee, other relatives are eligible to participate to vote in the concerned resolution. The detail of shareholding of the promoters and the concerned related parties are as follows:

S. No.	Name of the Promoters and concerned Related Parties	No. of shares held	% of total no. of shares
1	Mr. Kachardas Ratanchand Bedmutha	23,43,553	7.26
2	Mrs. Kamalabhai Kachardas Bedmutha	12,89,016	3.99
3	Mr. Vijay Kachardas Vedmutha	34,27,232	10.62
4	Mr. Ajay Kachardas Vedmutha	34,76,464	10.78
5	Ms. Vinita Ajay Vedmutha	16,72,148	5.18
6	Ms. Usha Vijay Vedmutha	16,62,475	5.15
7	Mr. Yash Vijay Vedmutha	23,901	0.07
8	Ms. Divya Ajay Vedmutha	11,039	0.03
9	Bedmutha Sons Realty Ventures Private Ltd,	32,39,898	10.04
10	K R Bedmutha Techno Associates Private Ltd.	12,72,753	3.95
	TOTAL	**1,84,18,479**	**57.08**

All the documents referred in the Notice are open for inspection at the Registered Office of the Company during 11:00 a.m. to 01:00 p.m., on all working days except Saturday, Sunday and Public Holidays up to the date of ensuing Annual General Meeting of the Company.

The Board recommends the passing of resolution set out at Item No. 05, 06 & 07 for approval of the members as a **Special Resolution.**

Item No. 8 - THE INCREASE IN REMUNERATION PAYABLE TO MRS. VINITA AJAY VEDMUTHA, SENIOR - CEO OF THE COMPANY, AN OFFICE OR PLACE OF PROFIT IN THE COMPANY AND RELATED PARTY TRANSACTION UNDER SECTION 188(1)(F) OF THE COMPANIES ACT, 2013:

Pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013 (“the Act”) read with Rule 15(3)(b) of the Companies (Meetings of Board and its Powers) Rules, 2014, appointment of a Related Party to hold an office or place of profit in a Company carrying remuneration exceeding the prescribed monetary limits (at present limit is Rs. 30 lakhs per annum) requires the prior approval of the Members by way of an ‘Special Resolution’.

Since the proposed transaction does not constitute a Material Related Party Transaction under Regulation 23 of the SEBI LODR Regulations, the disclosure requirements prescribed under the SEBI LODR Regulations and the applicable Industry Standards for obtaining shareholders' approval of Related Party Transaction(s) are not applicable.

Mrs. Vinita Vedmutha, (Age: 57 years) is a Related Party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), being the Wife of Shri Ajay Vedmutha, Joint Managing Director of the Sister-in-law of Mr. Vijay Vedmutha, Managing Director and Daughter-in-law of Mr. K.R. Bedmutha (Chairman) of the Company. In the Annual General Meeting of FY2015 held on 25th September 2015, Mrs. Vinita Vedmutha was appointed as Senior CEO at a remuneration (CTC) of Rs. 4,16,600 per month (Rs. 50 lakhs per annum), to hold an office or place of profit in the Company. Mrs. Vinita Vedmutha has progressively assumed significantly enhanced strategic, managerial and operational responsibilities of the Company. Accordingly, upon the recommendation of the Nomination and Remuneration Committee ("NRC") and the Audit Committee, the Board (all with disinterested quorum) have approved the proposed revision in her remuneration, subject to the approval of the Members at 36th AGM.

The Company has over the years grown in operations. Thus considering the increasing scale, multi products and complexity of its operations, the Company has adopted a structured leadership development for long-term sustainable growth.

Mrs. Vinita A. Vedmutha is a seasoned industry leader with a Bachelor's degree in Engineering from Pune University. She has been an integral part of the Bedmutha Group since the beginning of her career and has served as the **Senior Chief Executive Officer** of Bedmutha Industries Limited (BIL) since 2014. In this role, she provides strategic leadership and vision, guiding the company through critical growth phases and operational milestones.

With deep expertise spanning Operations, Sales & Marketing, Finance, Accounts, and Statutory Compliances, Mrs. Vinita Vedmutha plays a central role in driving business excellence across all facets of the organization. She leads several key initiatives, including the Nardana Steel Strategic Business Unit (SBU), and oversees core functions such as Sales, Finance, Accounts and HR.

Her leadership has been instrumental in transforming the company through the implementation of business process re-engineering, development of comprehensive training systems, and the cultivation of a strong, system-driven work culture. Under her guidance, the organization has progressed toward becoming a professionally managed, publicly listed entity.

Throughout her tenure, Mrs. Vedmutha has championed initiatives that align operational efficiency with the company's long-term strategic goals. She is known for her focus on stakeholder value creation, robust human resource relations, organizational growth, and sustainable development.

The Board further believes that the proposed remuneration will strengthen the Company's executive leadership framework, support business transformation and strategic growth initiatives, and contribute to sustainable long-term value creation for the Company and its shareholders. The information required to be disclosed pursuant to Section 188(1)(b) of the Act read with Rule 15(3)(b) of the Companies (Meetings of Board and its Powers) Rules, 2014, for approval of Related Party Transactions is given hereunder. This Resolution shall be implemented only after the approval of the Members of the Company.

Sr. No.	Name of Related Party	Name of the Director / Key Managerial Personnel who is related, Nature of relationship	Nature of Transaction(s)	Material Terms & Conditions	Any other relevant/important Information
1	Vinita Vedmutha	Spouse of the Appointee Mr. Ajay Vedmutha (Managing Director and CFO of the Company, and the Promoter) also Father in law Mr. K R Bedmutha (Chairman of the Company, and the Sister-in-law of Mr. Vijay Vedmutha (Managing Director)	Increase in Remuneration at the office of Profit	Mrs Vinita Vedmutha to hold an office or place of profit, on an increased Remuneration with similar terms and conditions as set out her initial appointment in the Year 2015	The proposal has been recommended by the Nomination and Remuneration Committee and the Audit Committee and approved by the Board of Directors (with the interested Director abstaining from discussion and voting). The Board is of the opinion that the proposed remuneration is fair, reasonable and commensurate with the responsibilities entrusted to S-CEO and is in the best interests of the Company and its shareholders.

The scope of related party with reference to this particular contract or arrangement is restricted to those entities and members who have a direct interest or nexus in the transaction and other members or related parties who do not have a direct interest in that particular transaction will not be barred from voting on the resolutions in relation to the transaction. Except Shri Ajay Vedmutha, Managing Director of the Company and their respective relatives, none of the Directors, Key Managerial Personnel of the Company, are in any way, concerned or interested, financially or otherwise, in the Resolution.

The detail of shareholding of the promoters and the concerned related parties who shall not participate in passing of the proposed resolution are as follows:

S. No.	Name of the Promoters and concerned Related Parties	No. of shares held	% of total no. of shares
1	Mr. Kachardas Ratanchand Bedmutha	23,43,553	7.26
2	Mrs. Kamalabhai Kachardas Bedmutha	12,89,016	3.99
3	Mr. Vijay Kachardas Vedmutha	34,27,232	10.62
4	Mr. Ajay Kachardas Vedmutha	34,76,464	10.78
5	Ms. Vinita Ajay Vedmutha	16,72,148	5.18
6	Ms. Usha Vijay Vedmutha	16,62,475	5.15
7	Mr. Yash Vijay Vedmutha	23,901	0.07
8	Ms. Divya Ajay Vedmutha	11,039	0.03
9	Bedmutha Sons Realty Ventures Private Ltd.	32,39,898	10.04
10	K R Bedmutha Techno Associates Private Ltd.	12,72,753	3.95
	TOTAL	**1,84,18,479**	**57.08**

All the documents referred in the Notice are open for inspection at the Registered Office of the Company during 11:00 a.m. to 01:00 p.m., on all working days except Saturday, Sunday and Public Holidays up to the date of ensuing Annual General Meeting of the Company.

The Board of Directors recommends passing of the Resolution at Item No. 8 as contained in the notice as a **Special Resolution**.

ITEM NO 09 & 10 :

APPROVAL OF MATERIAL RELATED PARTY TRANSACTION TO BE ENTERED INTO WITH 'MNE COMPONENTS INDIA PRIVATE LIMITED', AND WITH 'ARIAN INNOVATIONS PRIVATE LIMITED', RELATED PARTIES, FOR THE PERIOD OF ONE YEAR

Section 188 of the Companies Act, 2013 read with Rules 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, prescribe the requirement for obtaining approval of the Members of the Company towards the related party transactions. Further, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification or re-enactment thereof) has also prescribed seeking of shareholders' approval for material related party transactions viz. transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds the limits viz. 10% of the Consolidated Turnover of the Company as per last audited financial Statement of the Company.

As per the clarification circular issued by the SEBI on the applicability of Regulation 23(3)(e) and 23(4) of the SEBI (LODR) Regulations, 2015 for the material related party transactions, the omnibus material related party transaction approval obtained by the shareholders of the Company shall be valid for the period of upto the date of next AGM i.e. for a period not exceeding 15 Months.

Accordingly, the Board of Directors in its meeting held on August 12, 2026, on the recommendation of Audit Committee has approved and recommended to the shareholders of the Company, the approval for the following Material Related Party Transactions to be entered into with MNE Components India Private Limited , and with Arian Innovations Private Limited ["Related Party(s)"] for a transaction value as mentioned herein below, for the period of one year from the date of entering into following Contract(s) or Agreement(s).

a) With Related Party :- MNE Components India Private Limited

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction(s)	Value of Transaction (₹ in Crore)	Material Terms & Conditions	Any other relevant/ important Information
1	MNE Components India Private Limited	Company in which Promoters/Directors and their relatives are directly or indirectly interested by virtue of holding directorship or as shareholders of the Company i.e. Mrs. Aakansha Vedmutha (Director of MNE Components India Private Limited) is daughter in law and Mr. Usha Vedmutha (Director of MNE Components India Private Limited) is the wife of Mr. Vijay Vedmutha and Mr. Yash Vedmutha is shareholder of the MNE.	Purchase of goods or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	80 Crore	• On the similar terms and conditions in line with prevailing commercial practices with 3rd Parties in the Ordinary Course of Business and at arm's length basis • The quality and durability of the materials transacted. Effective and efficient services, with competitive cost & duration	MNE Components India Private Limited is in the business of manufacture, fabricate and assemble, repair, buy, sell, import, export, distribute, and deal in automobile parts of all kinds and descriptions, automotive and other gears, transmission and electrical and mechanical components
			Sale of Goods or Services or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	120 Crore		

b) With Related Party :- Arian Innovations Private Limited

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction(s)	Value of Transaction (₹ in Crore)	Material Terms & Conditions	Any other relevant/ important Information
1	Arian Innovations Private Limited	Company in which Promoters/Directors and their relatives are directly or indirectly interested by virtue of holding directorship or as shareholders of the Company i.e. Mrs. Aakansha Vedmutha (Director and shareholder of Arian Innovations Private Limited) is daughter in law and Mr. Usha Vedmutha (Director and shareholder of Arian Innovations Private Limited) is the wife of Mr. Vijay Vedmutha	Purchase of goods or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	7 Crore	• On the similar terms and conditions in line with prevailing commercial practices with 3rd Parties in the Ordinary Course of Business and at arm's length basis • The quality and durability of the materials transacted. Effective and efficient services, with competitive cost & duration	Arian Innovations Private Limited is in the business of manufacture, fabricate and assemble, repair, buy, sell, import, export, distribute, and deal in metal components, parts of all kinds and descriptions
			Sale of Goods or Services or services i.e. Wire/Wire Products & Allied Products made of Copper/Steel	143 Crore		

The aforesaid RPT is at arm's length price and in ordinary course of business. The proposed Related Party Transaction ensure the quality and timely services / products are availed at prevailing competitive prices to ensure the timely and quality products manufactured by the Company.

The Company has in place a robust process for approval of Material Related Party Transactions and on dealing with Related Parties.

As per the process, necessary details for each of the Related Party Transactions as applicable along with the justification are provided to the Audit Committee in terms of the Company's Policy on Materiality of and Dealing with Related Party Transactions and as required under SEBI Circular(s). Further, the Audit Committee at its meeting held on 28th May 2026 has reviewed the certificate from the Mr Vijay Vedmutha Managing Director , Mr Ajay Vedmutha, Managing Director & Chief Financial Officer of the Company confirming that the proposed Related Party Transactions are in the best interest of the Company and are entered in the ordinary course of business and on an arm's length basis. The disclosures as required under the Industry Standards on "Minimum information to be provided to the Shareholders" is given as annexure to this explanatory statement

The Related Party Transactions placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee of the Company as per Regulation 23 of the SEBI LODR Regulations and section 177 of the Companies Act, 2013 and shall remain within the proposed amount(s) being placed before the Members.

Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's Policy on Materiality of and Dealing with Related Party Transactions, shall be placed before the Members for approval, in terms of Regulation 23(4) of the SEBI LODR Regulations.

As per the SEBI LODR Regulations effective from 1st January 2022, all the Related Party Transactions shall be approved only by those members of the audit committee, who are independent directors. Accordingly, the Material Related Party Transactions placed for Members approval have been approved only by those Members of the Audit Committee who are Independent Directors.

The Company will seek separate approval on an Annual Basis from the shareholders, in future, in case any omnibus approvals are needed for Material Related Party Transactions.

None of the promoter/ promoter group entities are interested, directly or indirectly, in any of the proposed transactions. The proposed transactions shall not, in any manner, be detrimental to the interest of minority shareholders and are in the best interest of the Company and its Members.

The Members may please note that in terms of provisions of the SEBI LODR Regulations, none of the related party(ies) (whether such related party(ies) are a party to the proposed transactions or not), shall vote to approve the Ordinary Resolutions at Item Nos. 9 & 10.

Except Mr. Kachardas R. Bedmutha, Executive Chairman and his sons Mr. Vijay K. Vedmutha & Mr. Ajay K. Vedmutha, Managing Directors, Mrs. Vinita Ajay Vedmutha, CEO of the Company and the listed relatives and their entities as tabled below, none of the Directors, Key Managerial Personnel of the Company or their relatives are deemed to be interested or concerned, financially or otherwise in the said resolution except to the extent of their shareholding in the Company. No other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution, except to the extent of their shareholding in the Company and/or Directorships and/or Shareholding in the related party as listed herein.

In terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification or re-enactment thereof), the related parties shall not participate in the voting. Accordingly, Mr. Vijay K. Vedmutha, Managing Director & Mr. Yash V. Vedmutha, Promoter and their relatives and their entities as listed below as well as the shareholders of the Company holding more than 10% of the Shareholding of the Company, if any, shall not participate in passing the proposed resolution to be passed as an Ordinary Resolution.

The detail of shareholding of the promoters and the concerned related parties who shall not participate in passing of the proposed resolution are as follows:

S. No.	Name of the Promoters and concerned Related Parties	No. of shares held	% of total no. of shares
1	Mr. Kachardas Ratanchand Bedmutha	23,43,553	7.26
2	Mrs. Kamalabhai Kachardas Bedmutha	12,89,016	3.99
3	Mr. Vijay Kachardas Vedmutha	34,27,232	10.62
4	Mr. Ajay Kachardas Vedmutha	34,76,464	10.78
5	Ms. Vinita Ajay Vedmutha	16,72,148	5.18
6	Ms. Usha Vijay Vedmutha	16,62,475	5.15
7	Mr. Yash Vijay Vedmutha	23,901	0.07
8	Ms. Divya Ajay Vedmutha	11,039	0.03
9	Bedmutha Sons Realty Ventures Private Ltd.	32,39,898	10.04
10	K R Bedmutha Techno Associates Private Ltd.	12,72,753	3.95
	TOTAL	**1,84,18,479**	**57.08**

All the documents referred in the Notice are open for inspection at the Registered Office of the Company during 11:00 a.m. to 01:00 p.m., on all working days except Saturday, Sunday and Public Holidays up to the date of ensuing Annual General Meeting of the Company.

The Board of Directors recommends passing of the Resolution at Item No. 9 & 10 as contained in the notice as an **Ordinary Resolution**.

The disclosures as required under the Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” (“Industry Standards”) formulated by Industry Standard Forum in consultation with the SEBI, which is effective from 1st September 2025, for the Material Related Party Transactions are annexed separately for each party.

By Order of the Board of Directors of
BEDMUTHA INDUSTRIES LIMITED

Sd/-

Nilesh Amrutkar
Company Secretary
ICSI M. No.: ACS-24085

Registered office: A-70/71/72, STICE,
Musalgaon MIDC, Sinnar, Nashik 422 112

Date: September 03, 2026
Place: Sinnar-Nashik

The disclosures as required under the Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” (“Industry Standards”) formulated by Industry Standard Forum in consultation with the SEBI, which is effective from 1st September 2025, for the Material Related Party Transactions as detailed below separately for each party :

Details of Material Related Party Transactions

Sr. No.	***Particulars of the Information***	***Disclosures***	
PART-A : Minimum information of the Proposed Related Party Transactions (“RPT”)			
A1	***Basic Details***		
1.	Name of the Related Party	MNE Components India Private Limited (“MNE”)	*Arian Innovations Private Limited* (“AIPL”)
2.	Country of Incorporation of Related Party	India	India
3.	Nature of Business of the Related Party	MNE is in the business of manufacture, fabricate and assemble, repair, buy, sell, import, export, distribute, and deal in automobile parts of all kinds and descriptions, automotive and other gears, transmission and electrical and mechanical	AIPL is in the business of manufacturers, traders, dealers, importers, exporters, buyers, sellers, jobbers, welders, fabricators, moulders, recyclers, melters, smelters, galvanizers, engineering job of surface finishing with silver, tin, gold, lead, nickel plating on Copper, Aluminum Switchgear Components and various copper raw materials like strip, foil, bus bar.

A(2)	**Relationship and Ownership of the Related party**	MNE Components India Private Limited	Arian Innovations Private Limited
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party - including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	MNE is a Private limited company. MNE is Company in which Promoters/Directors and their relatives are directly or indirectly interested by virtue of holding directorship or as shareholders of the Company i.e. Mrs. Aakansha Vedmutha (Director of MNE) is daughter in law, Mr. Yash Vedmutha (shareholder of MNE) is son and Mrs. Usha Vedmutha (Director of MNE) is the wife of Mr. Vijay Vedmutha. Further, as on the date of this Notice i.e. 03rd Sept 2026, MNE does not hold any equity shares of the Company. Your company does not have any subsidiary company during the period under review.	AIPL a Private limited company. AIPL is Company in which Promoters/Directors and their relatives are directly or indirectly interested by virtue of holding directorship or as shareholders of the Company i.e. Mrs. Aakansha Vedmutha, daughter in law, and Mrs. Usha Vedmutha, wife of Mr. Vijay Vedmutha, are directors & having 100% shareholding in AIPL Further, as on the date of this Notice i.e. 03rd Sept 2026, AIPL does not hold any equity shares of the Company. Your company does not have any subsidiary company during the period under review.

A(3)	Deails of previous transactions with the Related Party	MNE Components India Private Limited	*Arian Innovations Private Limited*
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year i.e., FY 2025-26. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	During FY 2025-26 :- Total Rs. 7157.36 lakhs, Comprising Purchase of goods or services = Rs. 2945.71 lakhs Sale of goods or services = Rs. 4211.65 lakhs	During FY 2025-26 :- Total Rs. 4651.25 lakhs, Comprising Purchase of goods or services = Rs. 55.57 lakhs Sale of goods or services = Rs. 4595.68 lakhs
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter **(April 26 – June 26)** immediately preceding the quarter in which the approval is sought.	During the quarter ended June 30, 2026 :- Total Rs. 2387 lakhs, Comprising Purchase of goods or services = Rs. 921 lakhs Sale of goods or services = Rs. 1466 lakhs	During the quarter ended June 30, 2026 :- Total Rs. 2577.43 lakhs, Comprising Purchase of goods or services = NIL Sale of goods or services = Rs. 2577.43 lakhs
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial year.	No defaults made	No defaults made

A4	Amount of the proposed transactions	MNE Components India Private Limited	*Arian Innovations Private Limited*
1.	The amount of proposed transaction being placed for approval in the meeting of Audit Committee/ shareholders of the Company#	The Company is Seeking consolidated approval of **Rs.20000 lakhs** which includes transactions as under : Purchase of goods or services = Rs. 8000 lakhs Sale of goods or services = Rs. 12000 lakhs	The Company is Seeking consolidated approval of **Rs.15000 lakhs** which includes transactions as under : Purchase of goods or services = Rs. 700 lakhs Sale of goods or services = Rs. 14300 lakhs
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes
3.	Value of the proposed transactions as a percentage of the Listed Entity's annual consolidated turnover for the immediately preceding financial year	**Rs.20000 lakhs** constitutes 13.64% of the Company's Annual Consolidated Turnover for the financial year ended 31st March 2026	**Rs.15000 lakhs** constitutes 10.23% of the Company's Annual Consolidated Turnover for the financial year ended 31st March 2026

A4	Amount of the proposed transactions	MNE Components India Private Limited	*Arian Innovations Private Limited*
4	Value of the proposed transactions as a percentage of the Subsidiary's annual standalone turnover for the immediately preceding financial year (in case of transaction involving subsidiary and where the listed entity is not a party to the transaction)	Not applicable	Not applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	Rs. 200 Crores constitutes 125%* of such related party's i.e. MNE Annual Consolidated Turnover for the financial year ended 31st March 2026 *Note* : on the basis of Unaudited Turnover*	Rs. 150 Crores constitutes 268%* of such related party's i.e. AIPL Annual Consolidated Turnover for the financial year ended 31st March 2026 *Note* : on the basis of Unaudited Turnover*
6	Financial Performance of the Related Party for the immediately preceding financial year	The Unaudited Financial Performance on Standalone basis for the Financial Year ended 31st March 2026: **a.** Turnover* = *Rs.162.59 crores* **b.** Profit after Tax = 16 crores **c.** Net worth = *Rs.38.67 crores*	The Unaudited Financial Performance on Standalone basis for the Financial Year ended 31st March 2026: **a.** Turnover* = *Rs.56.17 crores* **b.** Profit after Tax = 6 crores **c.** Net worth = *Rs.14.36 crores*

A5	Basic details of the proposed transactions	MNE Components India Private Limited	*Arian Innovations Private Limited*
1.	Specific type of the proposed transaction	As specified in A4 (1) above.	As specified in A4 (1) above.
2.	Details of each type of the proposed transaction	As specified in A4 (1) above.	As specified in A4 (1) above.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For FY 2026-27 The shareholders' approval will be valid for the period commencing from the date of the ensuing Annual General Meeting up to the date of the next Annual General Meeting of the Company to be held in the year 2027.	For FY 2026-27 The shareholders' approval will be valid for the period commencing from the date of the ensuing Annual General Meeting up to the date of the next Annual General Meeting of the Company to be held in the year 2027.
4	Whether omnibus approval is being sought?	YES	YES
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	As specified in A4 (1) above.	As specified in A4 (1) above.

A5	Basic details of the proposed transactions	MNE Components India Private Limited	*Arian Innovations Private Limited*
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The quality and durability of the materials transacted. Effective and efficient services, with competitive cost & duration, Utilising the expertise within the Group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company. The Transactions are on the similar terms and conditions in line with prevailing commercial practices with 3rd Parties in the Ordinary Course of Business and at arm's length basis	The quality and durability of the materials transacted. Effective and efficient services, with competitive cost & duration, Utilising the expertise within the Group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company. The Transactions are on the similar terms and conditions in line with prevailing commercial practices with 3rd Parties in the Ordinary Course of Business and at arm's length basis
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director/KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	As specified in A(2)(1) of this disclosure	As specified in A(2)(1) of this disclosure
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The related party transactions will be in line with the Company's Policy on Materiality of and Dealing with Related Party Transactions. These transactions will be on an arm's length basis and in the ordinary course of business. The related party transactions will be supported by the Valuation Report of an Independent valuer, wherever necessary.	The related party transactions will be in line with the Company's Policy on Materiality of and Dealing with Related Party Transactions. These transactions will be on an arm's length basis and in the ordinary course of business. The related party transactions will be supported by the Valuation Report of an Independent valuer, wherever necessary.
9	Other information relevant for decision making.	The Company ensures that shareholders receive all material information necessary to make an informed decision.	The Company ensures that shareholders receive all material information necessary to make an informed decision.

Note * :-

1. The Amount given herein-above for the proposed Related Party Transactions carried out in Previous Year and for the Proposed Related Party Transactions is including GST (Tax). The respective Related Party's own turnover also therefore shown inclusive of GST .i.e. on Gross Turnover basis.
2. The Proposed transactions comparative ratio is given on the basis of Company's previous year turnover, whereas the value of proposed turnover of transactions are arrived after taking in to consideration the increased input material cost and also the expected increase in sales tonnage growth in next 12 months

B1	**Sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	**MNE Components India Private Limited**	***Arian Innovations Private Limited***
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	No bidding or other process has been applied for choosing MNE as a counter party for the proposed transaction. The Company benefits through operational synergies, cost optimisation, efficient working capital, assurance of product/ service quality, utilizing the expertise within the Group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company .	No bidding or other process has been applied for choosing AIPL as a counter party for the proposed transaction. The Company benefits through operational synergies, cost optimization, efficient working capital, assurance of product/ service quality, utilising the expertise within the Group for manufacturing, sourcing, etc. thereby bringing efficiencies in the businesses, providing enhanced level of user experience to the consumers of the Company .
2	Basis of determination of Price	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available, or certified by any independent agency. Compliance with arms' length principles is ensured based on the applicable transfer pricing regulations.	The Company will ensure that the proposed RPTs are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, or transaction net margin method, where available, or certified by any independent agency. Compliance with arms' length principles is ensured based on the applicable transfer pricing regulations.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a) Amount of trade advance: b) Tenure: c) Whether same is self-liquidating?	Not Applicable	Not Applicable

B2	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary.**	Not Applicable No such transactions proposed to be entered with MNE Components India Private Limited	Not Applicable No such transactions proposed to be entered with *Arian Innovations Private Limited*
B3	**Disclosure only in case of transactions relating to Investments made by the listed entity or its subsidiary.**	Not Applicable No such transactions proposed to be entered with MNE Components India Private Limited	Not Applicable No such transactions proposed to be entered with *Arian Innovations Private Limited*
C1	**Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary.**	Not Applicable No such transactions proposed to be entered with MNE Components India Private Limited	Not Applicable No such transactions proposed to be entered with Arian Innovations Private Limited
C2	**Disclosure only in case of transactions relating to payment of Royalty**	Not Applicable No such transactions proposed to be entered with MNE Components India Private Limited	Not Applicable No such transactions proposed to be entered with *Arian Innovations Private Limited*

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.

e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “IDeAS Login Section”.

b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.

d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.

c) Enter the last 4 digits of your bank account / generate ‘OTP’

d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Google Play | App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the “Login” tab available under ‘Shareholder/Member’ section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.

e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com& click on New System Myeasi Tab.

a) Enter existing username, Password & click on "Login".

b) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

LOGIN METHOD FOR SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE / NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in& click on **"Login"** under 'SHARE HOLDER' tab.

b) Enter details as under:

   1. User ID: Enter User ID

   2. Password: Enter existing Password

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

3. Enter Image Verification (CAPTCHA) Code

4. Click "Submit".

   (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

<u>Shareholders not registered for INSTAVOTE facility:</u>

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID

2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

   - Shareholders, holding shares in NSDL form, shall provide 'point 4' above.
   - Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
   - Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above

5. Set the password of your choice.

6. (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

7. Enter Image Verification (CAPTCHA) Code.

8. Click "Submit" (You have now registered on InstaVote).

9. Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

<u>STEP 2: Steps to cast vote for Resolutions through InstaVote</u>

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu Section

C. Map the Investor with the following details:

   1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

   2) 'Investor's Name - Enter Investor's Name as updated with DP.

   3) 'Investor PAN' - Enter your 10-digit PAN.

   4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

      NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

      Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

d) Event No. can be viewed on the home page of InstaVote under "On-going Events".

e) Enter "16-digit Demat Account No.".

f) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **"Login"** under 'SHARE HOLDER' tab.
- Click **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

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PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login"**.

b) Select the "Company Name" and register with your following details:

c) Select Check Box - **Demat Account No**. / **Folio No.** / **PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link "Cast your vote".

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.

d) After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.