FLUIDOMAT LIMITED

ISO 9001 Quality Management System CERTIFIED FM 717497 | ISO 14001 Environmental Management System CERTIFIED EMS 621041 | ISO 45001 Occupational Health & Safety Management System CERTIFIED OHS 612042

FL/SE/DKS/2026-27 16th November, 2026

Online filing at www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
Rotunda Building
P.J. Tower, Dalal Street Fort,
Mumbai - 400001

BSE CODE: 522017

Sub: Filing of the Notice of the 1/2026-27 Extra-ordinary General Meeting of the Company to be held on 14th December, 2026

Dear Sir/Madam,

We are pleased to submit a copy of the notice of the 1/2026-27 Extra-ordinary General Meeting of the Company to be held on **Monday, 14th December, 2026 at 5:00 P.M. through Video Conferencing / Other Audio Visual Means (VC)/(OAVM)** for which purposes the Registered office of the company situated at 117, 1st Floor, Navneet Darshan, 16/2 Old Palasia, Indore 452018 (M.P.) shall be deemed as the venue for the 1/2026-27 Extra-ordinary General Meeting.

You are requested to please take on record the above said document of the Company for your reference and further needful.

Thanking You,
Yours Faithfully,
For, FLUIDOMAT LIMITED

Devendra Kumar Sahu
Digitally signed by Devendra Kumar Sahu
Date: 2026.11.16 13:57:09 +05'30'

DEVENDRA KUMAR SAHU
COMPANY SECRETARY &
COMPLIANCE OFFICER

Encl.: Notice of 1/2026-27 Extra-ordinary General Meeting.

NOTICE

Notice is hereby given that the **1/2026-27 Extra-Ordinary General Meeting (EGM)** of the members of **FLUIDOMAT LIMITED** will be held on **Monday the 14th day of December, 2026 at 5:00 P.M.** through Video Conferencing/Other Audio Visual Means (VC)/(OAVM) for which purpose the Registered office of the company situated at **117, 1st Floor, Navneet Darshan, 16/2, Old Palasia, Indore 452018 (M.P.)** shall be deemed as the venue for the 1/2026-27 EGM, to transact the following special businesses:

1. **To confirm the Appointment of Mrs. Pramila Jain (DIN: 12011353) as a Chairperson and Director under the category of Executive Promoter Director of the Company. To consider and, if thought fit, to pass the following resolution, as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of section 149, 152 of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and the SEBI (LODR), Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, **Mrs. Pramila Jain (DIN: 12011353),** who was appointed by the Board of directors as Chairperson and Additional Director w.e.f. 24th October, 2026 under the category of Executive Promoter Director of the company and who holds office for a period of 3 months from the date of her appointment, be and is hereby appointed as a Chairperson and Director of the Company in the category of Executive Promoter Director, and she shall be liable to retire by rotation.

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

2. **To confirm and approve appointment of Mrs. Pramila Jain (DIN: 12011353) as the Whole-time Director and to approve the remuneration payable to her and in this regard to considers and, if thought fit, to convey assent or dissent to the following Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014, and other applicable provisions if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce) and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and such other consents and permissions as may be necessary and upon recommendation of the Nomination and Remuneration committee and Board of Directors of the Company, the approval of the Members of the Company be and is hereby granted to appoint Mrs. Pramila Jain (DIN: 12011353) as a Whole-time Director and designated Chairperson & Executive Director of the Company for a period of 3 (three) years with effect from 24th October, 2026, to 23rd October, 2029 on the following terms and conditions;

   Category: A
   Remuneration, allowances and perquisites: Not exceeding Rs 7,00,000/- per month.

   FURTHER RESOLVED THAT in addition to her aforesaid remuneration, Mrs. Pramila Jain shall also be entitled for the following benefits and shall not be considered for the purpose of calculation of the maximum permissible remuneration as it covers under the exempted category.

Category: B

1. **Employers Contribution to PF**: As per the Rules of the Company.
2. **Gratuity**: As per the rules of the Company, subject to the maximum ceiling as may be prescribed under the code on Social Security, 2020 from time to time.
3. **Earned Privilege Leave**: As per the rules of the Company subject to the condition that the leave accumulated but not availed of will be allowed to be encashed for 15 days salary for every year of completed services at the end of the tenure.
4. **Directors Obligation Insurance Premium**: If any taken by the Company as per provisions of section 197(13) of the Companies Act, 2013.

Category: C
FACILITIES TO PERFORM THE COMPANIES WORK:

1. **Car:** The Company shall provide car with driver for the Company's business and if no car is provided, reimbursement of the conveyance shall be made as per actual on the basis of claims submitted by her.
2. **Telephone, Internet & Cell:** Free use of telephone, internet at her residence and Cell phone, provided that the personal long distance calls on the telephone shall be billed by the Company to her.

FURTHER RESOLVED THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the Board of directors of the company, the consent of the members be and is hereby accorded to the continuation of payment of remuneration, to Mrs. Pramila Jain (DIN: 12011353) who belongs to the Promoter Group of the company, notwithstanding that the aggregate annual remuneration exceeds 5% (Five per cent) of the net profits of the company (taken together with all the Executive Promoter Directors) calculated as per the provisions of Section 198 of the Companies Act, 2013.

FURTHER RESOLVED THAT in the event of there being loss or inadequacy of profit for any financial year, the remuneration payable to Mrs. Pramila Jain shall not be in excess with the limit prescribed in the Schedule V of the Companies Act, 2013 as may be applicable from time to time during her tenure.

FURTHER RESOLVED THAT there shall be clear relation of the Company with Mrs. Pramila Jain as "the Employer-Employee" and each party may terminate the above said appointment with the six months' notice in writing or salary in lieu thereof.

FURTHER RESOLVED THAT Mrs. Pramila Jain shall also be entitled for the reimbursement of actual entertainment, traveling, boarding and lodging expenses incurred by her in connection with the Company's business and such other benefits/ amenities and other privileges, as may from time to time, be available to other senior executives of the Company.

FURTHER RESOLVED THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto and the Nomination and Remuneration Committee/ the Board shall have absolute powers to decide breakup of the remuneration within the above said maximum permissible limit, without requirement for seeking further approval of members of the Company and to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company."

3. **To consider, and, if thought fit, change in the designation of Mrs. Radhica Sharma (DIN: 06811597) from Whole-time Director designated as Joint Managing Director to Managing Director of the company w.e.f. 24th October, 2026 for the remaining part of her tenure i.e. till 9th February, 2028 and to consider and if thought fit, to convey assent or dissent to the following Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014, and other applicable provisions if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce) and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and such other consents and permissions as may be necessary and upon recommendation of the Nomination and Remuneration committee and Board of Directors of the Company, the approval of the Members of the Company be and is hereby granted to change the designation of **Mrs. Radhica Sharma (DIN: 06811597)** from **Whole-time Director** designated as Joint Managing Director to **Managing Director** of the Company, with effect from **24th October, 2026** for the remaining part of her tenure till 9th February, 2028.

   RESOLVED FURTHER THAT the change in designation as aforesaid shall not be construed as a fresh appointment or reappointment of Mrs. Radhica Sharma (DIN: 06811597), and all other existing terms and conditions of her appointment, as approved by the Board of Directors and the Members of the Company, including her tenure, remuneration, salary, commission, perquisites, allowances, benefits and other entitlements, shall remain unchanged and continue to be governed by the terms and conditions of her existing appointment for the remaining period of her tenure.

   FURTHER RESOLVED THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the Board of directors of the company, the consent of the members be and is hereby accorded to the continuation of payment of remuneration for remaining tenure, to Mrs. Radhica Sharma (DIN: 06811597) who belongs to the Promoter Group of the company, notwithstanding that the aggregate annual remuneration exceeds 5% (Five per cent) of the net profits of the company (taken together with all the Executive Promoter Directors) calculated as per the provisions of Section 198 of the Companies Act, 2013.

   FURTHER RESOLVED THAT there shall be clear relation of the Company with Mrs. Radhica Sharma as "the Employer-Employee" and each party may terminate the above said appointment with the six months' notice in writing or salary in lieu thereof.

   FURTHER RESOLVED THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto and the Nomination and Remuneration Committee/ the Board shall have absolute powers to decide breakup of the remuneration within the above said maximum permissible limit, without requirement for seeking further approval of members of the Company and to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company."

4. **To consider, and, if thought fit, change in the designation of Mr. Kunal Jain (DIN: 01475424) from Executive Director to Joint Managing Director of the company w.e.f. 24th October, 2026 for the remaining part of his tenure till 30th April, 2029 and to consider and if thought fit, to convey assent or dissent to the following Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014, and other applicable provisions if any of

the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce) and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and such other consents and permissions as may be necessary and upon recommendation of the Nomination and Remuneration committee and Board of Directors of the Company, the approval of the Members of the Company be and is hereby granted to change the designation of **Mr. Kunal Jain (DIN: 01475424)** from Executive Director to Joint Managing Director of the Company, with effect from **24th October, 2026** for the remaining part of his tenure till 30th April, 2029.

FURTHER RESOLVED THAT the change in designation as aforesaid shall not be construed as a fresh appointment or reappointment of Mr. Kunal Jain, and all other existing terms and conditions of his appointment, as approved by the Board of Directors and the Members of the Company, including his tenure, remuneration, salary, commission, perquisites, allowances, benefits and other entitlements, shall remain unchanged and continue to be governed by the terms and conditions of his existing appointment for the remaining period of his tenure.

FURTHER RESOLVED THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the Board of directors of the company, the consent of the members be and is hereby accorded to the continuation of payment of remuneration for remaining tenure, to Mr. Kunal Jain (DIN: 01475424) who belongs to the Promoter Group of the company, notwithstanding that the aggregate annual remuneration exceeds 5% (Five per cent) of the net profits of the company (taken together with all the Executive Promoter Directors) calculated as per the provisions of Section 198 of the Companies Act, 2013.

FURTHER RESOLVED THAT there shall be clear relation of the Company with Mr. Kunal Jain as "the Employer-Employee" and each party may terminate the above said appointment with the six months' notice in writing or salary in lieu thereof.

FURTHER RESOLVED THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or doubt that may arise in relation thereto and the Nomination and Remuneration Committee/ the Board shall have absolute powers to decide breakup of the remuneration within the above said maximum permissible limit, without requirement for seeking further approval of members of the Company and to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company."

BY ORDERS OF THE BOARD

Devendra Kumar Sahu

Digitally signed by Devendra Kumar Sahu
Date: 2026.11.13 18:43:21 +05'30'

DEVENDRA KUMAR SAHU
COMPANY SECRETARY
ACS 31933

Date: 13th November, 2026
Place: Indore (M.P.)
Fluidomat Limited
CIN: L74210MP1978PLC001452
Registered Office:
117, First Floor, Navneet Darshan, 16/2, Old Palasia,
Indore (M.P.) 452018

NOTES:

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ('Act'), setting out material facts concerning the business with respect to Item No. 1 to 4 forms part of this Notice. Additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India in respect of the Director seeking appointment at this EGM is furnished as Annexure to this Notice.
2. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of Extra-ordinary General Meeting ("EGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the EGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of Companies Act, 2013 ("the Act"), Securities and Exchange Board of India (LODR) Regulations, 2015, ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India and MCA Circulars, the 1/2026-27 EGM of the Company is being held through VC/OAVM on **Monday, December 14, 2026, at 5:00 p.m. (IST).** The registered office of the Company shall be deemed to be the venue for the EGM.
3. Pursuant to the MCA Circular, the facility to appoint a proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate thereat and cast their votes through e-voting. Therefore, the Proxy Form and Attendance Sheet for the 1/2026-27 EGM is not annexed to the notice.
4. The Members can join the EGM through VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the EGM without any restriction on account of first come first served basis.
5. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013 ("the Act"). Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the EGM through VC/OAVM.
6. In terms of the above statutory requirement, the said Corporate Members are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised representative, to the Scrutiniser by e-mail at pcsishanjain@gmail.com with a copy to info@fluidomat.com and helpdesk.evoting@cdslindia.com.
   The votes cast by your entity will be counted by the Scrutiniser subject to the receipt of the aforesaid authorisation document as mentioned above.
   The Board Resolution/Power of Attorney/Authority Letter etc. can also be uploaded by the said Corporate Members by clicking on 'Upload Board Resolution/Authority Letter' displayed under 'e-voting' tab in their login.
7. Pursuant to the provisions of section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (LODR) Regulations, 2015 (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with **Central Depository Services (India) Limited (CDSL)** for facilitating voting through electronic means, and independent agency for providing necessary platform for VC/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the EGM will be provided by CDSL.
8. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 03/2025 dated September 22, 2025, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 issued by Securities and Exchange Board of India, the Notice of the EGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participants ("DPs"). The Notice convening the 1/2026-27 EGM will also be available on the weblink of the Company at https://www.fluidomat.com/InvestorRelation.html, websites of the Stock Exchanges i.e. BSE Limited ("BSE") at www.bseindia.com. The EGM Notice is also available on the website of CDSL at www.evotingindia.com.

9. The **cut-off date** for the purpose of entitlement for voting (including remote e-voting) is **Monday, the 7th December, 2026.**
10. The remote e-voting facility will be available during the flowing period after which the portal shall forthwith be blocked and shall not be available for remote e-voting:-

Commencement of remote e-voting	**9.00 am (IST) on Friday 11th December, 2026**
End of remote e-voting	**5.00 pm (IST) on Sunday, 13th December, 2026**

Once the vote on a resolution is casted by a member, such members shall not be allowed to change it subsequently.

11. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the **cut-off date i.e. 7th December, 2026** only shall be entitled to avail the facility of remote e-voting as well as e-voting at the EGM.
12. The recorded transcript of the forthcoming EGM shall also be made available on the website of the Company www.fluidomat.com as soon as possible after the Meeting is over.
13. Members joining the meeting through VC/OAVM, who have not casted their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the EGM. The Members who have casted their vote by remote e-voting prior to the EGM may also join the EGM through VC/OAVM but shall not be entitled to cast their vote again.
14. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under section 189 of the Act will be available electronically for inspection by the members during the EGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of EGM i.e. 14th December, 2026. Members seeking to inspect such documents may send an email to info@fluidomat.com.
15. CS Ishan Jain, Proprietor of M/s Ishan Jain & Co., Company Secretaries, Indore (M.P.) (F.R. No. S2021MP802300; Peer Review No. 6973/ 2025, M.No. FCS 9978 & C.P.No.13032), has been appointed as the Scrutinizer to scrutinize the e-voting at the EGM and remote e-voting process in a fair and transparent manner.
16. The Members are requested to:
    a. Intimate changes, if any, in their registered addresses immediately.
    b. Quote their ledger folio number in all their correspondence.
    c. Send their Email address to RTA for prompt communication and update the same with their DP.
17. Members who would like to ask questions may send their questions in advance at least (7) days before EGM mentioning their name, demat account number / folio number, email id, mobile number at info@fluidomat.com and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM.
18. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent (RTA) Ankit Consultancy Pvt. Ltd Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id investor@ankitonline.com; compliance@ankitonline.com to receive the soft copy of all communication and notice of the meetings etc. of the company.
19. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the Company on all working days, except Saturday, between 2:00 P.M. and 4:00 P.M. up to the date of the meeting.
20. Please also note that SEBI by circular No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated 30th January, 2026 has decided to open special window for transfer and dematerialisation ("demat") of physical securities which were sold/purchased prior to April 01, 2019. The special window has already opened for a period of one year from February 05, 2026 to February 04, 2027. The same is also available for such transfer requests which were submitted earlier and were rejected/returned/not attended due to deficiency in the documents/process/or otherwise.
    The securities so transferred shall be mandatorily credited to the transferee only in demat mode and shall be under lock-in for a period of one year from the date of registration of transfer. Such securities shall not be transferred/lien-marked/pledged during the said lock-in period.
21. **Voting through electronic means:**

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

i. The voting period begins on **11th December, 2026 (Friday), 9:00 A.M. (IST) and ends on 13th December, 2026 (Sunday), 5:00 P.M. (IST)**. During this period shareholders 'of the Company, holding

shares either in physical form or in dematerialized form, as on the cut-off date **(7th December, 2026)** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. The Members who have cast their vote by remote e-voting prior to the EGM may also join the EGM through VC/OAVM but shall not be entitled to cast their vote again.

iii. Pursuant to Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30th, 2026, under Regulation 44 of Securities and Exchange Board of India (LODR)) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30th, 2026, under Regulation 44 of Securities and Exchange Board of India (LODR)) Regulations, 2015, issued by SEBI on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e., CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https:// evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/ Secure Web/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:

	https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022-48867000 and 022-24997000

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

(i) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

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

For Physical shareholders and other than individual shareholders holding shares in Demat.

PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(ii) After entering these details appropriately, click on "SUBMIT" tab.

(iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required

to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(v) Click on the EVSN for **FLUIDOMAT LIMITED** to vote.

(vi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(viii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xi) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xiii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only**.

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@fluidomat.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@fluidomat.com. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@fluidomat.com. These queries will be replied by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the EGM through VC/OAVM 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 system available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

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

22. General Guidelines for shareholders:

a. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

   Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the **cut-off date i.e. 7th December, 2026** (Monday), may obtain the login ID and password by sending a request at info@fluidomat.com.

b. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the **cut-off date i.e. 7th December, 2026** (Monday) only shall be entitled to avail the facility of remote e-voting as well as e- voting at the EGM.

c. The Chairperson shall, at the EGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the EGM but have not cast their votes by availing the remote e-voting facility.

d. The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company (www.fluidomat.com) and on the website of CDSL 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 BSE Limited (Stock Exchange).

e. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents Ankit Consultancy Pvt. Ltd. at the address: - Plot No. 60, Electronic Complex, Pardeshipura Indore (M.P.) 452010 Tel-0731-4281333/0731-4065797/99 Fax-0731-40657 98 Email id: investor@ankitonline.com

f. The EGM will be held through VC/OAVM therefore, the requirement for route map is not applicable.

g. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast during the EGM, thereafter unblock the votes cast through remote e-voting and make, not later than 2 working days from the conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same.

h. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.

i. 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. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to RTA, in case the shares are held in physical form.

j. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.

Details of Directors seeking appointment and re-appointment at the forthcoming Extra Ordinary General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]:

Name of Directors	**Mrs. Pramila Jain**	**Mrs. Radhica Sharma**	**Mr. Kunal Jain**
Existing Designation	Chairperson and Additional Director	Whole-time Director Designated as Joint-Managing Director	Whole-time Director Designated as Executive Director
Proposed Designation	Whole-time Director Designated as Chairman & Executive Director	Managing Director	Whole-time Director Designated as Joint Managing Director
DIN	12011353	06811597	01475424
Date of Birth	05/06/1953	14/09/1979	27/04/1982
Date of Appointment (previous)	24/10/2026	10/02/2025	01/05/2026
Expertise/ Experience in specific functional areas	40 years of extensive experience in product management and marketing within the industry.	25 years' experience in the field of commercial matters and Industrial Management	24 years' experience in the field of commercial matters and Industrial Management
Qualification	B.Sc.	BBA, PGDBM	B. Com
No. & % of Equity Shares held personally and as a Beneficial owner	2,10,268 equity shares (4.27%)	73,905 equity shares (1.5%)	11,99,346 equity shares (24.34%) and 88,500 (1.80%) as a Beneficial owner
List of outside Company's directorship held	NIL	Redwood Packaging Pvt. Ltd	Redwood Packaging Pvt. Ltd
Chairman / Member of the Committees of the Board of Directors of the Company	NIL	NIL	NIL
Chairman / Member of the Committees of the Board, Directors of other Companies in which he is director	NIL	NIL	NIL
Disclosures of relationships between directors inter-se.	1. Mrs. Radhica Sharma: Joint Managing Director: **Daughter** 2.Mr. Kunal Jain: Executive Director: **Son**	1. Mrs. Pramila Jain, Additional Director (Whole-time Executive Director): **Mother** 2.Mr. Kunal Jain: Executive Director: **Brother**	1.Mrs. Pramila Jain, Additional Director (Whole-time Executive Director): **Mother** 2. Mrs. Radhica Sharma: Joint Managing Director: **Sister**

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1 and 2: Consequent to the sudden and unfortunate demise of Mr. Ashok Jain, the erstwhile Chairman & Managing Director of the Company, the Board of Directors recognized the critical need for experienced leadership to guide the Company's strategic vision and maintain institutional stability.
Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 24th October 2026 appointed Mrs. Pramila Jain (DIN: 12011353) as an Additional Director of the Company. Further, taking into consideration her deep understanding of the Company's business, leadership credentials, and the consensus of the Board, she was appointed as a Whole-time Director and designated as Chairperson & Executive Director for a period of 3 (three) years with effect from 24th October 2026 up to 23rd October 2029, subject to the approval of the Members by way of a Special Resolution.
Pursuant to the provisions of Sections 196, 197, 203 read with Schedule V of the Companies Act, 2013, the terms of her appointment and remuneration (as detailed under Categories A, B, and C in the text of the resolution) require the approval of the shareholders. The proposed maximum remuneration of Rs. 7,00,000/- per month (excluding exempted perquisites) is reflective of her responsibilities and industry benchmarks. In the event of a loss or inadequacy of profits in any financial year, her remuneration will be governed by the thresholds prescribed under Schedule V of the Companies Act, 2013.

Further, In accordance with the provisions of Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if –

(i) the annual remuneration payable to such executive director exceeds Rs.5 crore or 2.5% of the net profits of the company, whichever is higher; or
(ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the company: Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director. The net profits shall be calculated as per section 198 of the Companies Act, 2013.

The Board of directors of your company comprises of three executive directors i.e. Mrs. Pramila Jain, Chairperson and Whole-time Executive Director (proposed appointee), Mr. Kunal Jain, Whole-time Director (Designated as the Executive Director) and Mrs. Radhica Sharma, Whole-time Director, (Designated as the Joint Managing Director) belonging to Promoter and Promoter Group. Specific approval of the Members by way of a Special Resolution is being sought for the continuation of such payment.

The Board is of the firm opinion that Mrs. Pramila Jain's elevation as Chairperson & Executive Director will bring immense stability, value, and direction to the Company during this transitionary phase. The terms and conditions of her appointment, including the employer-employee relationship clause and termination notice period of six months, are detailed comprehensively in the accompanying text of the Resolution. The Board recommends the Special Resolution as set out at Item No. 1 of the Notice for your approval.

Mrs. Pramila Jain, being the appointee is financially interested in the resolution to the extent of the remuneration as may be paid to her. Mrs. Radhica Sharma, Joint Managing Director, Mr. Kunal Jain Whole-time Director and Mrs. Monica Jain, Chief Financial Officer being her relatives may also be deemed as concerned or interested otherwise in the resolutions. Except that none of the directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Resolution.

Mrs. Pramila Jain holding 210268 equity shares of Rs. 10/- each totaling 4.27% of the total paid up capital of the Company.

Further, Mrs. Pramila Jain is not debarred from holding the office of a Director by virtue of any Order passed by the SEBI or any other such authority.
The Information as required under section II, Part 2 of the Schedule V is being given with the Item No. 4 being the information are in common nature.

Item No. 3: Consequent to the unfortunate and sudden demise of Mr. Ashok Jain, the erstwhile Chairman & Managing Director of the Company, the position of Managing Director fell vacant.

To ensure continuous leadership and smooth operations, the Nomination and Remuneration Committee evaluated the performance, qualifications, and experience of Mrs. Radhica Sharma, the current Joint Managing Director. Upon their structural recommendation, the Board of Directors at its meeting held on 24th October 2026 approved and recommended the change in designation of Mrs. Radhica Sharma from Whole-time Director designated as Joint Managing Director to Managing Director of the Company, with effect from 24th October 2026, subject to the approval of the Members.

Change in designation from Joint Managing Director to Managing Director will bring more clarity, authority, broader responsibilities for overall strategy, performance, external relations and strategic alignment within the organization. It will streamline decision-making, enhance the individual's perceived authority and better reflect their level of responsibility. This change can also enhance the company's image and credibility, particularly in dealings with external stakeholders like investors, partners, and the public.

Previously, at the 48th Annual General Meeting held on 26th September 2024, the shareholders re-appointed Mrs. Radhica Sharma as Deputy Managing Director further changed the designation from Deputy Managing Director to Joint Managing Director in their 49th Annual General Meeting held on 26th September, 2025.

She is a result oriented and driven to manage costs and establish strategic mutually beneficial partnerships and relationships with users' vendors and service providers. Excel at building and retaining high performance teams by hiring developing and motivating skilled professionals. She is mainly responsible for sales, management and procurement of raw material management, inventory control, debtors management, administration besides other duties and responsibilities in the Company. The Board of directors considered that due to her extraordinary efforts, the company is able to recover debt and further she has introduced many new suppliers and vendors and satisfactorily handling all the purchases of the company resulting reduction in the cost related to raw material & other purchase. She is showing multiple roles in day-to-day affairs of the company such as strategic management, good corporate governance, tapping foreign and domestic markets and production management.

The overseas market is also headed by Mrs. Radhica Sharma. She also helps with brand building of the Company's product in the international market. She visited various countries for export sales and succeeded. Not only overseas sales but she is also able to get good orders from the domestic market. At present, the company is making good order bookings due to her extraordinary effort.

Further, In accordance with the provisions of Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if –

(i) the annual remuneration payable to such executive director exceeds Rs.5 crore or 2.5% of the net profits of the company, whichever is higher; or
(ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the company: Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director. The net profits shall be calculated as per section 198 of the Companies Act, 2013.

The Board of directors of your company comprises of three executive directors i.e. Mrs. Pramila Jain, Chairperson and Whole-time Executive Director (proposed appointee), Mr. Kunal Jain, Whole-time Director (Designated as the Executive Director) and Mrs. Radhica Sharma, Whole-time Director, (Designated as the Joint Managing Director) belonging to Promoter and Promoter Group. Specific approval of the Members by way of a Special Resolution is being sought for the continuation of such payment

The Board considers that the elevated role and appointment of Mrs. Radhica Sharma will be immensely beneficial to the Company's growth. In view thereof the approval of the members by way of a special resolution is being sought for approving the revised terms and conditions of change in designation as stated in Item No. 3 of the notice of EGM.

The proposed change is only in the designation of Mrs. Radhica Sharma and all other terms and conditions of her appointment, including tenure, remuneration, powers, duties and responsibilities, as approved by the members of the Company, shall remain unchanged and continue to be applicable for the remaining period of her existing tenure. The proposed change shall not be construed as a fresh appointment or extension of her existing tenure.

Mrs. Radhica Sharma, being the appointee is financially interested in the resolution to the extent of the remuneration as may be paid to her. Mrs. Pramila Jain, Whole-Time Director, Mr. Kunal Jain Whole-time Director and Mrs. Monica Jain, Chief Financial Officer being her relatives may also be deemed as concerned or interested otherwise in the resolutions. Except that none of the directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Resolution.

Mrs. Radhica Sharma jointly with her husband Mr. Sandeep Sharma holding 31,730 equity shares and by her name holds 73905 equity shares of Rs. 10/- each totaling 2.14% of the total paid up capital of the Company.

Further, Mrs. Radhica Sharma is not debarred from holding the office of a Director by virtue of any Order passed by the SEBI or any other such authority.
The Information as required under section II, Part 2 of the Schedule V is being given with the Item No. 4 being the information are in common nature.

Item No. 4: Consequent to the restructuring of the leadership team following the sudden demise of Mr. Ashok Jain (former Chairman & Managing Director), and to strengthen the top management of the Company, the Nomination and Remuneration Committee reviewed the performance, leadership capabilities, and contributions of Mr. Kunal Jain**,** the current Executive Director. Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 24th October 2026 approved and recommended the promotion and change in designation of Mr. Kunal Jain from Executive Director to Joint Managing Director of the Company, with effect from 24th October 2026, subject to the approval of the Members.

Mr. Kunal Jain is leading the designing department. He has wide and varied experience in our industry and is acquainted with thorough knowledge of business. Due to his active participation the department is well disciplined. He has made a systemic procedure in his department, and the Company benefits with his experience, commitment, and capabilities.

Mr. Kunal Jain has a proven track record of driving operational excellence within the Company. The Board is of the view that his elevation to the position of Joint Managing Director will greatly support the new Managing Director and bring strategic stability to the Company's future growth.

In accordance with the provisions of Regulation 17(6)(e) of SEBI (LODR) Regulations, 2015, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if –

(i) the annual remuneration payable to such executive director exceeds Rs.5 crore or 2.5% of the net profits of the company, whichever is higher; or
(ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the company: Provided that the approval of the shareholders under this provision shall be valid only till the expiry of the term of such director. The net profits shall be calculated as per section 198 of the Companies Act, 2013.

The Board of directors of your company comprises of three executive directors i.e. Mrs. Pramila Jain, Chairperson and Whole-time Executive Director (proposed appointee), Mr. Kunal Jain, Whole-time Director (Designated as the Executive Director) and Mrs. Radhica Sharma, Whole-time Director, (Designated as the Joint Managing Director) belonging to Promoter and Promoter Group. Specific approval of the Members by way of a Special Resolution is being sought for the continuation of such payment

The Board of directors upon recommendation of the Nomination & Remuneration Committee, after reviewing the performance, has recommended to the change in the designation from Executive Director to Joint Managing Director with effect from 24th October, 2026.

The proposed change is only in the designation of Mr. Kunal Jain and all other terms and conditions of his appointment, including tenure, remuneration, powers, duties and responsibilities, as approved by the members of the Company, shall remain unchanged and continue to be applicable for the remaining period of his existing tenure. The proposed change shall not be construed as a fresh appointment or extension of his existing tenure.

In view thereof the approval of the members by way of a special resolution is being sought for approving the revised terms and conditions of change in designation including remuneration payable to his as stated in Item No. 4 of the notice of EGM.

Mr. Kunal Jain, being the appointee is financially interested in the resolution to the extent of the remuneration as may be paid to him, further, Mrs. Pramila Jain Chairperson & Whole-time Executive Director, Mrs. Radhica Sharma Whole-time Director and Mrs. Monica Jain, Chief Financial Officer being his relatives may also be deemed as concerned or interested otherwise in the resolutions. Except that none of the directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested in the Resolution. Mr. Kunal Jain also holds 11,99,346 equity shares of Rs.10/- each totaling to 24.34% of the total paid up capital of the Company.

Further, Mr. Kunal Jain is not debarred from holding the office of a Director by virtue of any Order passed by the SEBI or any other such authority.

The Information as required under section II, Part 2 of the Schedule V is being given as under:

I. General Information:

(1)	Nature of industry	Engineering machinery (Fluid coupling manufacturing)
(2)	Date or expected date of commencement of commercial production	N.A., already existing in business
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A., already existing in business
(4)	Financial performance based on given indicators	The Company has achieved turnover of Rs.7246.14 Lakhs for the year ended 31st March, 2026 and earned profits before Tax Rs.2686.63 Lakhs.
(5)	Foreign investments or collaborations, if any.	There is no foreign investment or Foreign Collaboration in the Company except that the company is having NRI/ FPI holding in 3.28% equity shares as on 30th September, 2026.

II. Information about the appointee:

Sr. No.	Particulars	Mrs. Pramila Jain	Mrs. Radhica Sharma	Mr. Kunal Jain
(1)	Background details	Mrs. Pramila Jain holds a Bachelor of Science degree and brings over 40 years of experience in product management, strategic marketing, and brand building within the industry. Over the past four decades, her hands-on leadership and sharp business acumen have proven invaluable in navigating complex market dynamics, making her exceptionally qualified to steer the Company's strategic vision as Chairperson.	Mrs. Radhica Sharma is a result oriented and driven to manage costs and establish strategic mutually beneficial partnerships and relationships with users' vendors and service providers. Excel at building and retaining high performance teams by hiring developing and motivating skilled professionals. Multiple roles in day-to-day affairs strategic management, good corporate governance, tapping foreign and domestic markets and production management.	Mr. Kunal Jain continues to deliver exceptional leadership as the Head of the Design Department. His wide, varied industry experience and thorough knowledge of business are major assets to our company. Under his guidance, the design department is doing well and operating with peak efficiency. Leverage his deep structural knowledge Continue scaling the capabilities of his young team members through targeted advanced technical training programs to introduce

				automation tools into the existing systemic procedure.
(2)	Past remuneration	The total Remuneration for the year 2025-26 is Rs. 22.12 lakhs as a Vice-president of the Company	The total Remuneration for the year 2025-26 is Rs. 94.45 lakhs	The total Remuneration for the year 2025-26 is Rs. 84.63 lakhs.
(3)	Recognition or awards	Nil		
(4)	Job profile and his /her suitability	Product management and marketing within the industry.	Mrs. Radhica Sharma is mainly responsible for Sales, raw material management, Inventory control, Debtors management, Administration besides other duties and responsibilities in the Company.	Mr. Kunal Jain is leading design department. He is having wide and varied experience in our industry and is acquainted with thorough knowledge of business.
(5)	Remuneration proposed	Upto Rs.84.00 lakhs p.a. and other perquisites as specified in the resolution.	No change in Remuneration it is just change in Designation and the other Terms and Conditions remains the same.	No change in Remuneration it is just change in Designation and the other Terms and Conditions remains the same.
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration proposed is comparable with remuneration for equivalent position in a unit of comparable size and complexity.		
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mrs. Pramila Jain by her name holds 210268 equity shares of Rs. 10/- each totaling 4.27% of the total paid up capital of the Company She, being the appointee is financially interested in the resolution to the extent of the remuneration as may be paid to her. Mrs. Radhica Sharma, Joint Managing Director, Mr. Kunal Jain Whole-time Director and Mrs. Monica Jain, Chief Financial Officer being her relatives may also be deemed as concerned or interested.	She is having interest to the extent of the remuneration which she may draw from the Company being the Executive Director and dividend as may be declared by the Company. Mrs. Radhica Sharma is a relative of Mrs. Pramila Jain, Mr. Kunal Jain Whole-time directors and Mrs. Monica Jain, CFO of the Company. She is jointly with her husband Mr. Sandeep Sharma holding 31,730 equity shares and by her name holds 73,905 equity shares of Rs. 10/- each totaling 2.14% of the total paid up capital of the Company.	Mr. Kunal Jain, by his name holds 11,99,346 equity shares of Rs. 10/- each totaling 24.34% of the total paid up capital of the Company and along with his relatives hold 51.07% equity shares of Rs. 10/- each. He is also having interest to the extent of the remuneration which he may draw from the Company being the Executive Director and dividend as may be declared by the Company. He has also rented out office premises to the Company on terms approved by the Audit Committee and Board. Mr. Kunal Jain is a relative of Mrs. Pramila Jain, Mrs.

				Radhica Sharma Whole-time Directors and Mrs. Monica Jain, CFO of the Company.

III. Other information:

(1)	Reasons of loss or inadequate profits	There is no loss however, there may be inadequate profits as per section 197 of the Companies Act, 2013 to distribute among the Managerial Personnel. During the year 2025-26 Company's profit has been decreased.
(2)	Steps taken or proposed to be taken for improvement	The Company is continuing efforts to introduce higher value products and broaden its operating base.
(3)	Expected increase in productivity and profits in measurable terms	The company is expected to increase in productivity and profit as per prevailing market and industry which cannot be ascertain.

BY ORDERS OF THE BOARD

Devendra Kumar Sahu
Digitally signed by Devendra Kumar Sahu
Date: 2026.11.13 18:44:26 +05'30'

DEVENDRA KUMAR SAHU
COMPANY SECRETARY
ACS 31933

Date: 13th November, 2026
Place: Indore (M.P.)
Fluidomat Limited
CIN: L74210MP1978PLC001452
Registered Office:
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