AZAD

September 7, 2026

To,
The Listing Department
BSE Limited
Department of Corporate Affairs
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai, Maharashtra - 400 001
Scrip ID - 544061

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai, Maharashtra - 400 051
Scrip Code - AZAD

Dear Sir/Madam,

Subject: Notice of 43rd Annual General Meeting.

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice convening the 43rd Annual General Meeting (AGM) of the Company, scheduled to be held on September 29, 2026, at 2:30 p.m. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The Company is pleased to provide its members the facility to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means. The date and time of remote e-voting facility are as under:

Cut-off date for e-voting	Friday, September 18, 2026
E-voting start time and date	9:00 a.m. (IST) on Saturday, September 26, 2026
E-voting end time and date	5:00 p.m. (IST) on Monday, September 28, 2026

The Notice and the Annual Report are available on the Company's website and can be accessed at https://azad.in/company-announcements/

This is for your information and records.

Thanking you.

Yours truly,

For Azad Engineering Limited

PRANEETH ABHISHEK GUNDA

Digitally signed by PRANEETH ABHISHEK GUNDA
Date: 2026.09.07 21:05:35 +05'30'

G. Praneeth Abhishek
Company Secretary, Compliance Officer and Head Legal
M. No.: A35583

Encl.: As Above

Notice

Notice is hereby given that the Forty Third (43rd) Annual General Meeting ("AGM") of the Members of Azad Engineering Limited ("Company" or "AEL") will be held on **Tuesday, September 29, 2026, at 2:30 PM (IST) through Video conferencing ("VC") / Other Audio Visual Means ("OAVM")** to transact the following business:

ORDINARY BUSINESS:

1. **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 the Statutory Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Statutory Auditors thereon.**

   To consider and 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 March 31, 2026, together with the reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members, be and are hereby considered, approved and adopted.

   RESOLVED FURTHER THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, and the report of Statutory Auditors thereon, as circulated to the Members, be and are hereby considered, approved and adopted."

2. **To appoint a director in place of Mr. Rakesh Chopdar (DIN: 01795599), who retires by rotation and being eligible offers himself for re-appointment.**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Rakesh Chopdar (DIN: 01795599), who retires by rotation at this meeting, and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **To approve the increase in Remuneration payable to Mr. Rakesh Chopdar, Whole-Time Director, Chairman and Chief Executive Officer of the Company:**

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

   "**RESOLVED THAT** in partial modification to the resolution no. 2/2023-24 passed by Members of the Company at Extra-Ordinary General Meeting held on 15 September 2023 ('EGM') and pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (the "Act"), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, the Nomination and Remuneration Policy of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC Committee") and approval of the Audit Committee and Board of Directors, approval of the Members be and is hereby accorded for the revision in the remuneration of Mr. Rakesh Chopdar (DIN: 01795599), as the Whole-time Director, Chairman and Chief Executive Officer of the Company, for a period from 1st April 2026 up to 12th September 2026, being the remainder of his existing term, as under:

   - Remuneration of **₹528 Lakhs per annum**, payable on a proportionate basis (which is inclusive of all allowances, benefits and perquisites and exclusive of reimbursement of expenses incurred on behalf of the Company), for the aforesaid period, together with being eligible for all benefits in accordance with the policies of the Company.

   RESOLVED FURTHER THAT except for the revision in remuneration as stated above, all other terms and conditions relating to the appointment and remuneration of Mr. Rakesh Chopdar, as approved by the Members at the Extra-Ordinary General Meeting held on 15th September 2023, shall remain unchanged and continue to be in full force and effect.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, execute all such documents, instruments and writings, and take all such steps as may be necessary, desirable or expedient to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

4. To re-appoint Mr. Rakesh Chopdar (DIN: 01795599) as Whole-Time Director, Chairman and Chief Executive Officer of the Company for a term of five (5) years:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, the Nomination and Remuneration Policy of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC Committee") and approval of the Board of Directors, Mr. Rakesh Chopdar (DIN: 01795599), in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for his re-appointment, be and is hereby re-appointed as the Whole-time Director and designated as Chairman and Chief Executive Officer of the Company with effect from September 13, 2026, to hold office till September 12, 2031.

RESOLVED FURTHER THAT Mr. Rakesh Chopdar in his capacity as Whole-time Director, Chairman and Chief Executive Officer, be paid a remuneration of INR 528 Lakhs per annum (which is inclusive of all allowances/ benefits/ perquisites and exclusive of (i) any form of reimbursement of expenses incurred on behalf of the Company and (ii) such payments as are exempted from computation of limits prescribed under Section 197 of the Act read with Schedule V thereto) and be eligible for all benefits as per the policies of the Company, with liberty to the Board (which term shall include the NRC Committee) that the remuneration payable to Mr. Rakesh Chopdar (DIN: 01795599) may be altered, modified and/or the amount may be varied within the aforesaid ceiling limit of INR 528 Lakhs per annum, and/or the structure and components of remuneration including the variable pay, payable or to be paid may be varied, as may be provided, during his tenure as Whole-Time Director, Chairman, and Chief Executive Officer of the Company, to the extent the NRC Committee and Board may consider appropriate, in terms of the Nomination and Remuneration Policy of the Company, and as maybe permitted/required towards adherence to statutory requirements and subject to compliance of applicable provisions of the Act and applicable regulations.

RESOLVED FURTHER THAT wherein any financial year during the tenure of Mr. Rakesh Chopdar, as Whole-Time Director, Chairman, and Chief Executive Officer, of the Company, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, benefits, perquisites and allowances subject to further approvals as may be required.

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

5. To re-appoint Mrs. Jyoti Chopdar (DIN: 03132757) as Whole-Time Director of the Company for a term of five (5) years:

To consider and, if thought fit, to pass the following as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, the Nomination and Remuneration Policy of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC Committee") and approval of the Board of Directors, Mrs. Jyoti Chopdar (DIN: 03132757), in respect of whom the Company has received a Notice in writing under Section 160 of the Act proposing her candidature for re-appointment, be and is hereby re-appointed as the Whole-time Director, liable to retire by rotation, with effect from September 13, 2026 to hold office till September 12, 2031.

RESOLVED FURTHER THAT Mrs. Jyoti Chopdar in her capacity as Whole-time Director be paid a remuneration of INR 120 Lakhs per annum (which is inclusive of all allowances/ benefits/ perquisites and exclusive of (i) any form of reimbursement of expenses incurred on behalf of the Company and (ii) such payments as are exempted from computation of limits prescribed under Section 197 of the Act read with Schedule V thereto) and be eligible for all benefits as per the policies of the Company, with liberty to the Board (which term shall include the NRC

Committee) that the remuneration payable to Mrs. Jyoti Chopdar (DIN: 03132757) may be altered, modified and/or the amount may be varied within the aforesaid ceiling limit of INR 120 Lakhs per annum, and/or the structure and components of remuneration including the variable pay, payable or to be paid may be varied, as may be provided, during her tenure as Whole-Time Director of the Company, to the extent the NRC Committee and Board may consider appropriate, in terms of the Nomination and Remuneration Policy of the Company, and as maybe permitted/required towards adherence to statutory requirements and subject to compliance of applicable provisions of the Act and applicable regulations.

RESOLVED FURTHER THAT wherein any financial year during the tenure of Mrs. Jyoti Chopdar, as Whole-Time Director of the Company, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, benefits, perquisites and allowances subject to further approvals as may be required.

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

6. **To re-appoint Mr. Vishnu Malpani (DIN: 10307319) as Whole-Time Director of the Company for a term of five (5) years:**

To consider and, if thought fit, to pass the following as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, the Nomination and Remuneration Policy of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC Committee") and approval of the Board of Directors, Mr. Vishnu Malpani (DIN: 10307319), in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing his candidature for re-appointment, be and is hereby re-appointed as the Whole-time Director, liable to retire by rotation with effect from September 13, 2026, to hold office till September 12, 2031.

RESOLVED FURTHER THAT Mr. Vishnu Malpani in his capacity as Whole-time Director be paid a remuneration of INR 130 Lakhs per annum, which include fixed pay of INR 120 Lakhs per annum and variable pay of INR 10 Lakhs per annum (and which is inclusive of all allowances/ benefits/ perquisites and exclusive (i) any form of reimbursement of expenses incurred on behalf of the Company and (ii) such payments as are exempted from computation of limits prescribed under Section 197 of the Act read with Schedule V thereto) and be eligible for all benefits as per the policies of the Company and the variable pay aforesaid shall be payable on meeting the performance parameters set by the NRC Committee, that the remuneration payable to Mr. Vishnu Malpani (DIN: 10307319) may be altered, modified and/or the amount may be varied within the aforesaid ceiling limit of INR 130 Lakhs per annum, and/or the structure and components of remuneration including the variable pay, payable or to be paid may be varied, as may be provided during his tenure as Whole-Time Director of the Company, to the extent the NRC Committee and Board may consider appropriate, in terms of the Nomination and Remuneration Policy of the Company, and as maybe permitted/required towards adherence to statutory requirements and subject to compliance of applicable provisions of the Act and applicable regulations.

RESOLVED FURTHER THAT wherein any financial year during the tenure of Mr. Vishnu Malpani, as Whole-Time Director of the Company, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, benefits, perquisites and allowances subject to further approvals as may be required.

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

By order of the Board of Directors of
Azad Engineering Limited

Rakesh Chopdar
Chairman and CEO
DIN:01795599

Date: September 3, 2026
Place: Hyderabad

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No.3 dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM"/"Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company situated at 90/C, 90/D, Phase-1, I.D.A. Jeedimetla, Hyderabad 500055, Telangana.

2. Pursuant to the provisions of the circulars on the VC/OAVM:

a) Members can attend the meeting through login credentials provided to them to connect to Video Conference VC/OAVM. Physical attendance of the members at the meeting venue is not required.

b) Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The VC/OAVM facility for Members to join the AGM shall be made available 45 minutes before the commencement of the AGM and shall remain open until 15 minutes after the conclusion of the AGM. Members may attend and participate in the AGM through VC/OAVM by following the instructions provided in this Notice.

4. As the AGM will be conducted through VC, the facility for appointment of proxy by the Members is not available for this AGM, and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

5. The Company has enabled the Members to participate at the 43rd AGM through VC facility. The instructions for participation by members are given in the subsequent pages. As per the provisions under the MCA circular, Members attending the 43rd AGM through VC shall be counted for the purpose of quorum under Section 103 of the Act.

6. In compliance with MCA and SEBI Circular, the financial statements including Board's Report, Auditor's report and other documents required to be attached therewith (together referred to as Annual Report FY2025-26) and Notice of AGM are being sent in electronic mode to those members / beneficial owners whose e-mail addresses are registered with the Company / Depositories as at close of business hours on August 28, 2026. Members may please note that this Notice and Annual Report 2025-26 will also be available on the Company's website at https://azad.in/annual-report/, websites of the Stock Exchanges i.e., BSE Limited and National Stock of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Kfin Technologies Limited at https://evoting.kfintech.com. Additionally, in accordance with Regulation 36 (1) (b) of the Listing Regulations, the Company is also sending a letter to members whose e-mail address is not registered with Company/ Depository Participant providing the exact web-link of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

7. The Explanatory Statement pursuant to Section 102 of the Act in respect of Special Businesses set out above is annexed hereto and forms part of the Notice. The relevant details, pursuant to Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of Director(s) seeking appointment/re- appointment at this AGM is provided in **Annexure-A** to this Notice.

8. 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(s) through e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer i.e. Mr. Ashish Gaggar, Practicing Company Secretary, Hyderabad by e-mail through its registered e-mail address to ashishgaggar.pcs@gmail.com with a copy marked to cs@azad.in .

9. Pursuant to the provisions of Section 108 of the Act read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated 3 October, 2024, as amended ("SEBI Master Circular"), and SS-2 and any amendments thereto, the Company is providing the facility

to the members to exercise their right to vote both through remote e-voting and e-voting during the AGM on the resolution (s) as set forth in the AGM Notice by electronic means.

10. KFin Technologies Limited, Registrar & Transfer Agent of the Company ("RTA"), shall be providing the facility for voting and attending the AGM through VC. The Members can join the AGM by VC mode 45 minutes before and after the scheduled time of the commencement of the Meeting by following the instructions mentioned in this Notice. The facility of participation at the AGM through VC will be made available for 100000 Members on first come first served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Scrutinizer, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

11. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

12. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 23, 2026 to Tuesday, September 29, 2026 (both days inclusive). Cut - off date is Friday, September 18, 2026.

13. The Notice of AGM will be sent to the members; whose name appears in the Register of members / depositories as at closing hours of business on **August 28, 2026.**

14. In terms of Section 152 of the Companies Act 2013, Mr. Rakesh Chopdar (DIN:01795599) Whole-Time Director, who retires by rotation at the meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommends his re-appointment. Brief profile of Director and relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, are given in Annexure I. The Company has received the requisite consents/declarations for the appointment/ re-appointment under the Companies Act, 2013 and the rules made thereunder.

15. Mr. Ashish Kumar Gaggar, Company Secretary in Practice (Membership No. FCS-6687) has been appointed as the Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process before the AGM in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.

16. Updation of KYC for Communication:

Members whose KYC details (i.e., postal address with PIN code, mobile number, bank account details, PAN linked with Aadhaar etc.) or e-mail address is not registered/ updated with the Company or with their respective Depository Participant(s) (''DPs''), and who wish to receive the Notice of this AGM, the Annual Report for the financial year 2025-26 and all other future communications sent by the Company from time to time, can get their KYC details and e-mail address registered/ updated by following the steps as given below:

i. Members holding equity shares in dematerialized mode - Register / update their e-mail addresses with respective DP.

ii. In case anyone has become a member of the Company after dispatch of AGM Notice, but on or before the cut-off / record date for e-Voting, i.e. Friday, September 18, 2026, such member may obtain the User ID and Password from KFin Tech by an e-mail request to einward.ris@kfintech.com .

17. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members may nominate a person in respect of all the shares held by them severally or jointly. Members holding shares in demat form may approach their respective Depository Participants to complete the nomination formalities.

18. The Companies (Management and Administration) Rules, 2014 stipulate that the remote electronic voting period shall close at 05:00 P.M. (IST) on the date preceding the date of AGM. Accordingly, the remote e-Voting period will commence at 09:00 A.M. (IST) on Saturday, September 26, 2026, and will end at 05:00 P.M. (IST) on Monday, September 28, 2026. The remote e-Voting will not be allowed beyond the aforesaid period and time, and the remote e-Voting module shall be disabled by KFin Tech.

19. The member(s) who have casted their vote(s) by remote e-Voting may also participate in this AGM through VC / OAVM but shall not be entitled to cast their vote(s) again. Once the vote(s) on a resolution is cast by a member, on submission, the member shall not be allowed to modify it subsequently.

20. Subject to approval of the requisite number of vote(s), the Resolutions set out in this Notice for the AGM shall be deemed to be passed on the date of the meeting i.e. September 29, 2026.

21. 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 under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. Members seeking any information or clarification on the Notice of AGM are requested to send in writing queries to the Company, by Monday, September 28, 2026 through e-mail at cs@azad.in . Replies will be provided in respect of such written queries at the meeting.

22. Instructions for remote e-voting and procedure for joining the AGM through VC/OAVM and voting during the AGM:

a) Members are requested to provide their assent or dissent through remote e-voting only. In respect of those members who have not registered their e-mail IDs, they are requested to do so at the earliest by contacting their respective Depository Participant(s) ("DP").

b) Instructions for Remote E-Voting

i. In compliance with the provisions of Sections 108 and110 of the Act read with the Rules as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is providing facility to the Members to exercise voting through electronic voting system ("remote e-voting") on the e-voting platform provided by KFin. The Members may cast their votes remotely, using remote e-voting only on the dates mentioned hereunder. The instructions for remote e-voting forms part of this Notice.

ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
Saturday, September 26, 2026 at 9:00 a.m. (IST)	Monday, September 28, 2026 at 5:00 p.m. (IST)

iii. The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.

iv. Members whose names appear in the Register of Members / List of Beneficial Owners as on the cut-off date only i.e., Friday, September 18, 2026 shall be entitled to vote on the resolution set out in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

v. The process and manner for remote e-voting is as under:

- E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

- The process and manner of remote e-voting is explained below:

1. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Type of Member	Login
Individual Members holding securities in demat mode with NSDL	**1. Users registered for NSDL IDeAS facility** i. **For OTP based login you can click on** https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . ii. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. iii. 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. iv. Click on the 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. Existing Internet-based Demat Account Statement ("IDeAS") facility Users: i. **Visit the e-services website of NSDL** https://eservices.nsdl.com either on a personal computer or on a mobile. ii. On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user id and password. iii. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed. iv. Click on company name i.e. 'Azad Engineering Limited' or ESP i.e. KFin. v. Members will be re-directed to KFin's website for casting their vote during the remote e-voting period. **3. Those not registered under IDeAS:** i. Visit https://eservices.nsdl.com for registering. ii. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Visit the e-voting website of NSDL https://www.evoting.nsdl.com. iv. 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. v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen. vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. vii. Click on company name i.e., 'Azad Engineering Limited' or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period. viii. Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

App Store	Google Play

Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	**1. Existing user who have opted for Electronic Access To Securities Information ("Easi/ Easiest") facility:** i. **Visit** https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com . ii. Click on New System Myeasi. iii. Login to Myeasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu. vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.
	2. User not registered for Easi / Easiest i. **Visit**https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration for Registering. ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote.
	3. Alternatively, by directly accessing the e-voting website of CDSL i. **Visit** www.cdslindia.com ii. Provide demat account number and PAN. iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. 'Azad Engineering Limited' or select KFin. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.
Individual Members login through their demat accounts / website of DPs	i. Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility. ii. Once logged-in, Members will be able to view e-voting option. iii. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv. Click on options available against 'Azad Engineering Limited' or 'KFin'. v. Members will be redirected to e-voting website of KFin forcasting their vote during the remote e-voting period without any further authentication.

Important Note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login Type	Helpdesk Details
Securities held with NSDL	**Please contact NSDL helpdesk by sending a request at** evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	**Please contact CDSL helpdesk by sending a request at** helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259

2. **Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.**

   Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number 10067, USER ID and password. They will have to follow the following process:

   i. Launch internet browser by typing the URL https://emeetings.kfintech.com.

   ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 10067, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.

   iii. After entering these details appropriately, click on "LOGIN".

   iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a Special

      Character (@, #, $, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

   v. You need to login again with the new credentials.

   vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Azad Engineering Limited' and click on "Submit".

   vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

   viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat accounts.

   ix. In case you do not desire to cast your vote, it will be treated as abstained.

   x. You may then cast your vote by selecting an appropriate option and click on "Submit".

   xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

   In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of https://evoting.kfintech.com or contact KFin at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

23. **Instructions for all the shareholders, including individual, other than individual and physical, for attending the AGM of the company through VC / OAVM and e voting during the meeting:**

   i. Members may access the same at https://emeetings.kfintech.com/ by using the e-Voting login credentials provided in the e-mail received from KFin Tech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome (preferred browser), Internet Explorer, Microsoft Edge & Mozilla Firefox 22, etc.

iii. Members will be required to grant access to the webcam to enable VC / OAVM. Further, the Member(s) 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.

iv. Institutional Members are encouraged to attend and vote(s) at the AGM through VC / OAVM.

24. Other Instructions

a) Speaker Registration: The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings. kfintech.com and login through the user id and password provided in the mail received from KFin Tech. On successful login, select 'Speaker Registration' which will have opened from Saturday, September 26, 2026 at 9:00 a.m. (IST) to Monday September 28, 2026 at 5:00 p.m. (IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

b) In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the record date for e-Voting, he/she may obtain the User ID and Password in the manner as mentioned below:

1. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399.

   i. Example for NSDL: MYEPWD EVENT NO. IN12345612345678

   ii. Example for CDSL: MYEPWD EVENT NO. 1402345612345678

2. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com , the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

3. In case of any query and/or grievance, in respect of voting by electronic means or technical assistance for VC/OAVM participation, Member(s) may refer to the Help & Frequently Asked Questions (FAQs) and e-Voting user manual available at the download section of https://evoting.kfintech.com or contact Mr. Umesh Pandey, an official of KFin Tech or dial to toll free No. 1-800-309-4001 or send an e-mail to at evoting.kfintech.com for any further clarifications.

25. General Instructions:

i. The Company has appointed Mr. Ashish Gaggar, Practicing Company Secretary, Hyderabad (FCS No. 6687, CP No. 7321) to act as Scrutinizer to scrutinize the remote e-Voting process and voting during the AGM in a fair and transparent manner. The Scrutinizer will submit their report to the Chairman after the completion of scrutiny, and the result of the voting will be announced by the Chairman or any Director of the Company duly authorized, on or before October 1, 2026 and will also be displayed on the website of the Company (www.azad.in), besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.

ii. All communications relating to equity shares / AGM are to be addressed to the Company's RTA at KFin Technologies Limited, Selenium Tower-B, Plot No. 31 & 32, Financial District, Gachibowli, Nanakramguda, Serilingampally, Hyderabad-500032, Telangana State, India, Toll free Number 1800 309 4001, e-Mail id: einward.ris@kfintech.com , website: www.kfintech.com.

Explanatory Statement

Explanatory Statement pursuant to Section 102(1) of the Companies Act 2013 ("Act"), Secretarial Standards – 2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Item No. 3

Increase in remuneration payable to Mr. Rakesh Chopdar, Chairman and Chief Executive Officer of the Company:

The Members of the Company had at their Extra-Ordinary General Meeting held on September 15, 2023, approved the appointment and remuneration of Mr. Rakesh Chopdar (DIN: 01795599) as the Whole-time Director, Chairman and Chief Executive Officer of the Company to hold office from September 13, 2023, to September 12, 2026, at remuneration of INR 480/- Lakhs per annum (which was inclusive of allowances/ benefits/ perquisites and exclusive of any form of reimbursement of expenses incurred on behalf of the Company).

Considering Mr. Rakesh Chopdar's leadership, strategic direction, responsibilities, contribution towards the growth and performance of the Company, industry benchmarks, and pursuant to the Nomination and Remuneration Policy of the Company and upon the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, and subject to the approval of the Members, the Board of Directors at its meeting held on May 12, 2026 approved the revision in remuneration payable to Mr. Rakesh Chopdar for the balance period of his existing tenure, i.e., from 1st April 2026 to 12th September 2026, to INR 528 Lakhs per annum, payable on a proportionate basis (which is inclusive of all allowances, benefits and perquisites and exclusive of reimbursement of expenses incurred on behalf of the Company), for the aforesaid period, together with being eligible for all benefits in accordance with the policies of the Company.

Pursuant to the provision of Regulation 17(6)(e) of Listing Regulations, approval of the Members of the Company by way of a special resolution is required to be obtained if the annual remuneration payable to executive directors who are promoters or members of the promoter group exceeds INR 5 Crore or 2.5 per cent of the net profits of the listed entity, whichever is higher. As the remuneration payable to Mr. Rakesh Chopdar, basis the approval of members at the general meeting, is likely to exceed INR 5 Crore or 2.5 per cent of the net profits of the Company, the consent of the members by way of special resolution is sought for such reappointment.

The proposed remuneration is within the overall maximum limit prescribed under the provisions of Sections 197 and 198 read with Schedule V of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Managerial Personnel Rules) and is in accordance with the Nomination and Remuneration Policy of the Company.

Except for the above revision in remuneration, all other terms and conditions of the appointment and remuneration of Mr. Rakesh Chopdar, as approved by the Members at the Extra-Ordinary General Meeting held on 15th September 2023, shall remain unchanged and continue to be in full force and effect.

The Board is of the opinion that the proposed revision in remuneration is fair, reasonable and commensurate with the size, operations and performance of the Company, and the responsibilities entrusted to Mr. Rakesh Chopdar.

The Board of Directors recommend to the members to pass resolution no. 3 for revision of remuneration of Mr. Rakesh Chopdar as aforesaid, as an Special Resolution.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives, except Mrs. Jyoti Chopdar, his spouse, is concerned or interested in the Resolution mentioned at Item No. 3 of the Notice.

Item No. 4

Re-appointment of Mr. Rakesh Chopdar (DIN: 01795599) as Whole-Time Director, Chairman and Chief Executive Officer of the Company for a term of five (5) years:

The shareholders of the Company at their Extra-Ordinary General Meeting('EOGM') held on September 15, 2023, appointed Mr. Rakesh Chopdar (DIN: 01795599) as a Whole-Time Director, liable to retire by rotation and designated him as the Chairman and Chief Executive Officer of the Company for a period of three years, with effect from September 13, 2023, to hold office till September 12, 2026.

The Company has received notice in writing under Section 160 of the Act from a member proposing the re-appointment of Mr. Rakesh Chopdar as the Whole-Time Director, Chairman and Chief Executive Officer of the Company. Mr. Rakesh Chopdar has given his consent in Form DIR - 2 to be reappointed as the Whole-Time Director, Chairman and Chief Executive Officer of the Company and submitted declaration that he is not disqualified from being appointed as such, under the Act and the Listing Regulations. Mr. Rakesh Chopdar satisfies all the conditions set out in Part-I of Schedule V of the Act and conditions set out under Section 196(3) of the act and the Nomination and Remuneration Policy of the Company.

The Board of Directors had at its meeting held on May 12, 2026, pursuant to the recommendation of the Nomination and Remuneration Committee and subject to approval of the members at the ensuing General Meeting, approved the re-appointment of Mr. Rakesh Chopdar, as the Whole-time Director, Chairman and Chief Executive Officer of the Company, who shall be liable to retire by rotation with effect from September 13, 2026 to hold office till September 12, 2031 at remuneration as detailed in the resolution no. 4 of the notice.

Pursuant to the provision of Regulation 17(6)(e) of Listing Regulations, approval of the Members of the Company by way of a special resolution is required to be obtained if the annual remuneration payable to executive directors who are promoters or members of the promoter group exceeds INR 5 Crore or 2.5 per cent of the net profits of the listed entity, whichever is higher. As the remuneration payable to Mr. Rakesh Chopdar, basis the approval of members at the general meeting, is likely to exceed INR 5 Crore or 2.5 per cent of the net profits of the Company, the consent of the members by way of special resolution is sought for such reappointment.

The remuneration payable to Mr. Rakesh Chopdar is within the overall maximum limit prescribed under the provisions of Sections 197 and 198 read with Schedule V of the Act, the Managerial Personnel Rules, and is in accordance with the Nomination and Remuneration Policy of the Company.

Pursuant to BSE Circular with ref. no. LIST/COMP/14/2018- 19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/ CML/2018/24, both dated 20th June 2018, Mr. Rakesh Chopdar (DIN: 01795599) is not debarred from holding the office of Director by virtue of order of SEBI or any other such authority.

The brief resume of Mr. Rakesh Chopdar, and information as required to be disclosed under the Listing Regulations and incremental details as per Secretarial Standards-2, are Annexed to this notice as Annexure A.

The Board of Directors recommend to the members to pass resolution no. 4 for reappointment of Mr. Rakesh Chopdar as the Whole-time Director, Chairman and Chief Executive Officer of the Company, as a Special Resolution.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives, except Mrs. Jyoti Chopdar, his spouse, is concerned or interested in the Resolution mentioned at Item No. 4 of the Notice.

Item No. 5

Re-appointment of Mrs. Jyoti Chopdar (DIN: 03132157) as Whole-Time Director of the Company for a term of five (5) years:

The Shareholders of the Company at their Extra-Ordinary General Meeting('EOGM') held on September 15, 2023, appointed Ms. Jyoti Chopdar (DIN: 03132157) as a Whole-Time Director of the Company for a period of three years, with effect from September 13, 2023, up to and including September 12, 2026.

The Company has received notice in writing under Section 160 of the Act from a member proposing the re-appointment of Mrs. Jyoti Chopdar as the Whole-Time Director of Company. Mrs. Jyoti Chopdar has given her consent in Form DIR - 2 to be reappointed as the Whole-Time Director of the Company and submitted declaration that she is not disqualified from being appointed as such, under the Act and the Listing Regulations. Mrs. Jyoti Chopdar satisfies all the conditions set out in Part-I of Schedule V of the Act and conditions set out under Section 196(3) of the Act and the Nomination and Remuneration Policy of the Company.

The Board of Directors had at its meeting held on May 12, 2026, pursuant to the recommendation of the Nomination and Remuneration Committee and subject to approval of the members at the ensuing General Meeting, approved the re-appointment of Mrs. Jyoti Chopdar, as the Whole-Time Director of the Company with effect from September 13, 2026 to hold office till September 12, 2031, who shall be liable to retire by rotation at remuneration as detailed in the resolution.

The remuneration payable is within the overall maximum limit prescribed under the provisions of Sections 197 and 198 read with Schedule V of the Act, the Managerial Personnel Rules, the Listing Regulations and is in accordance with the Nomination and Remuneration Policy of the Company.

Pursuant to BSE Circular with ref. no. LIST/COMP/14/2018- 19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/ CML/2018/24, both dated 20th June 2018, Ms. Jyoti Chopdar (DIN: 03132157) is not debarred from holding the office of Director by virtue of order of SEBI or any other such authority.

The brief resume of Mrs. Jyoti Chopdar, and information as required to be disclosed under the Listing Regulations and incremental details as per Secretarial Standards-2, are Annexed to this notice as Annexure A.

The Board of Directors recommend to the members to pass resolution no. 5 for reappointment of Mrs. Jyoti Chopdar as the Whole-Time Director of the Company, as an Ordinary Resolution.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives, except Mr. Rakesh Chopdar, her spouse, is concerned or interested in the Resolution mentioned at Item No. 5 of the Notice.

Item No. 6

Re-appointment of Mr. Vishnu Malpani (DIN: 10307319) as Whole-Time Director of the Company for a term of five (5) years:

The Shareholders of the Company at their Extra-Ordinary General Meeting held on September 15, 2023, appointed Mr. Vishnu Malpani (DIN: 10307319) as a Whole-Time Director of the Company, liable to retire by rotation, for a period of three years, with effect from September 13, 2023, up to and including September 12, 2026.

The Company has received notice in writing under Section 160 of the Act from a member proposing the reappointment of Mr. Vishnu Malpani as the Whole-Time Director of Company. Mr. Vishnu Malpani has given his consent in Form DIR - 2 to be reappointed as the Whole-Time Director of the Company and submitted declaration that he is not disqualified from being appointed as such, under the Act and the Listing Regulations. Mr. Vishnu Malpani satisfies all the conditions set out in Part-I of Schedule V of the Act and conditions set out under Section 196(3) of the Act and the Nomination and Remuneration Policy of the Company.

The Board of Directors had at its meeting held on May 12, 2026, pursuant to the recommendation of the Nomination and Remuneration Committee and subject to approval of the members at the ensuing General Meeting, approved the reappointment of Mr. Vishnu Malpani, as the Whole-Time Director of the Company with effect from September 13, 2026 to hold office till September 12, 2031 at remuneration as detailed in the resolution no. 6 of the notice. Further, the variable pay to Mr. Vishnu Malpani shall be payable on meeting the performance parameters set by the NRC Committee.

The remuneration payable is within the overall maximum limit prescribed under the provisions of Sections 197 and 198 read with Schedule V of the Act, Managerial Personnel Rules, the Listing Regulations and is in accordance with the Nomination and Remuneration Policy of the Company.

Pursuant to BSE Circular with ref. no. LIST/COMP/14/2018- 19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/ CML/2018/24, both dated 20th June 2018, Mr. Vishnu Malpani (DIN: 10307319) is not debarred from holding the office of Director by virtue of order of SEBI or any other such authority.

The brief resume of Mr. Vishnu Malpani, and information as required to be disclosed under the Listing Regulations and incremental details as per Secretarial Standards-2, are Annexed to thisnotice as Annexure A.

The Board of Directors recommend to the members to pass resolution no. 6 for reappointment of Mr. Vishnu Malpani as the Whole-Time Director of the Company, as an Ordinary Resolution.

None of the Directors and / or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 6 of the Notice.

Annexure A

Details of Directors Seeking Appointment / Re-Appointment

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings.]

Name of the Director	Mr. Rakesh Chopdar	Mrs. Jyoti Chopdar	Mr. Vishnu Malpani
DIN	01795599	03132157	10307319
Date of Birth	09-11-1978	21-01-1977	25-02-1988
Age	47 years	46 years	38 years
Date of First Appointment on the Board	14-08-2003	01-07-2014	13-09-2023
Qualifications	Matriculation	Bachelor of Arts degree from Kurukshetra University	Bachelor of Technology degree from the Indian Institute of Technology (IIT) Guwahati and has attended executive leadership programs at ISB Hyderabad and IIM Ahmedabad.
Experience, Skills required for the role and the manner in which the Proposed person meets the requirement including brief Profile	Mr. Chopdar leads the Company's engineering and manufacturing capability, sets its long-term product and process roadmap, and anchors the Company's engagement with global OEMs. He also drives the Company's capacity expansion programme and its adoption of digital manufacturing and industrial AI across design, production and supply chain.	Mrs. Jyoti Chopdar has served the Company for over eight years, providing strategic oversight of its general administrative operations. She has been instrumental in streamlining the Company's administrative functions and processes, supporting organisational discipline through a period of sustained growth.	Mr. Malpani drives enterprise strategy and capital formation, with decisions on customers, contracts, capital, capability and capacity steered through his office, ensuring alignment across commercial, operational and financial priorities. His experience in investor engagement, governance frameworks and capital allocation suits the Company's long-horizon growth agenda.
Nature of expertise in specific functional areas	Precision Engineering & Manufacturing, Product & Process Development, Global OEM Engagement , Capacity Expansion & Operations, Strategic Leadership	General Administration, Organisational Processes & Systems, Corporate Support Functions	Corporate Strategy, Capital Markets & Fund Raising, Investor Relations, Corporate Governance
Directorships held in other companies	• Azad Engineering Limited • Azad VTC Private Limited • Azad Prime Private Limited • Swastik Coaters Private Limited • Rouland Chemicals Private Limited	• Azad Engineering Limited • Azad VTC Private Limited • Azad Prime Private Limited • Swastik Coaters Private Limited • Rouland Chemicals Private Limited • Forgen Power Parts Private Limited • OHGO Engineering Private Limited • Azad Superalloys Private Limited	Azad Engineering Limited
Memberships/ Chairmanships of committees across all Companies	Refer Corporate Governance Report FY 2025-26, which forms part of this Annual Report, for details of Memberships/Chairmanships of committees across all Companies.		

Name of the Director	Mr. Rakesh Chopdar	Mrs. Jyoti Chopdar	Mr. Vishnu Malpani
Name of Listed entities from which the Director has resigned in the last three years.	Nil	Nil	Nil
Number of Meetings attended during the financial year	Refer Corporate Governance Report FY 2025-26, which forms part of this Annual Report, for the details of the number of meetings attended by the Directors.		
Shareholding in the Company	3,54,44,988 equity shares	4,41,300 equity shares	99,103 equity shares
Relationships between directors and Key Manegerial Personnel inter-se	Rakesh Chopdar is the Husband of Mrs. Jyoti Chopdar	Jyoti Chopdar is the Wife of Mr. Rakesh Chopdar	None
Terms and conditions of appointment or re-appointment.	Reappointment as Whole-Time Director, Chairman and Chief Executive Officer, liable to retire by rotation, for a period of 5 years from September 13, 2026 to hold office till September 12, 2031	Reappointment as Whole-Time Director of the Company, liable to retire by rotation for a period of 5 years from September 13, 2026 to hold office till September 12, 2031.	Reappointment as Whole-Time Director of the Company, liable to retire by rotation, for a period of 5 years from September 13, 2026 to hold office till September 12, 2031
Remuneration last drawn if Applicable	INR 480 Lakhs per annum	INR 120 Lakhs per annum	INR 130 Lakhs per annum (which includes fixed pay of INR 120 Lakhs per annum and INR 10/-Lakh variable pay per annum).
Remuneration proposed to be paid	INR 528 Lakhs per annum.	INR 120 Lakhs per annum.	INR 130 Lakhs per annum (which includes fixed pay of INR 120 Lakhs per annum and INR 10/-Lakh variable pay per annum).

BRIEF RESUME OF DIRECTORS:

Mr. Rakesh Chopdar Founder | Chairman and CEO

Mr. Rakesh Chopdar founded AZAD in 2008 in Hyderabad, beginning on the shop floor as a CNC machine operator. A first-generation entrepreneur, he has built the Company over eighteen years into a globally recognised manufacturer of highly engineered, critical components for the aerospace, defence, energy and oil & gas sectors, serving many of the world's leading original equipment manufacturers. He has overseen the Company's growth to a workforce of around 2,500 and the commissioning of its newest mega plant, built on lean manufacturing principles with dedicated factories and offices for individual customers. He is committed to establishing India as a global centre for precision manufacturing.

Mrs. Jyoti Chopdar | Whole Time Director

Mrs. Jyoti Chopdar has been associated with AZAD for over eight years, during which she has provided strategic oversight of the Company's general administrative operations. Her contribution has centred on strengthening internal administrative functions and building the processes and systems required to support an organisation growing rapidly in size and complexity. She holds a Bachelor of Arts degree from Kurukshetra University.

Mr. Vishnu Malpani| Whole Time Director

Mr. Vishnu Malpani has held senior leadership roles across several industries, where he has been responsible for running businesses and delivering their financial results. At AZAD he shapes both the near-term and long-term direction of the business, with commercial, operational and financial priorities converging through his office. He guided the Company through its full capital-markets journey, from structured finance instruments and private funding rounds to its Initial Public Offer and Qualified Institutions Placement. He holds a Bachelor of Technology degree from IIT Guwahati and has attended executive programmes at ISB Hyderabad and IIM Ahmedabad.