Date: 08.09.2026

To,
Department of Corporate Services,
BSE Limited
P J Towers, Dalal Street,
Mumbai 400 001

SCRIP CODE: 512361
ISIN: INE108G01010

Subject: Notice of 40th Annual General Meeting ("AGM") of Cupid Breweries and Distilleries Limited (Formerly known as Cupid Trades and Finance Limited)

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **("SEBI Listing Regulations"),** please find enclosed herewith the Notice of the 40th AGM of Cupid Breweries and Distilleries Limited (Formerly known as Cupid Trades and Finance Limited) **("the Company")** scheduled to be held on Wednesday, September 30, 2026 at 12:00 noon through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The important information related to AGM and Remote e-voting (i.e., before & during the AGM) is as follows:

Cut-off date for e-voting	Wednesday, September 23, 2026
E-voting Start Date and Time	Sunday, September 27, 2026 at 9:00 a.m.
E-voting End Date and Time	Tuesday, September 29, 2026 at 5:00 p.m.
AGM Date and Time	Wednesday, September 30, 2026 at 12:00 noon

The Notice of the 40th AGM is available on the website of the Company at www.cupidalcobev.com.

We request you to kindly take the above on record.

Thanking you.

Yours sincerely,

For Cupid Breweries and Distilleries Limited
(Formerly known as Cupid Breweries and Distilleries Limited)

ERRAMILLI VENKATACHALAM PRASAD
Digitally signed by ERRAMILLI VENKATACHALAM PRASAD
Date: 2026.09.08 14:15:46 +05'30'

Erramilli Venkatachalam Prasad
Chairman cum Managing Director
(DIN: 08171117)

Encl: a/a

Registered office: Block No. 2, Parekh Ngr., Nr. BMC Hospital, S. V. Road, Kandivali (W), Mumbai - 400067
Corporate office: Stride Hospitals Building, 4th Floor, MIG 15-218, KPHB, Mainroad Kukatpally, Hyderabad, Tirumalagiri - 500072, Telangana, India.
Marketing office: First Floor, Haudin Road, off Halasur Road, Bangalore - 560042, India.
: 8097894999
: infosec@cupidtrades.com
: www.cupidtrades.com

CUPID BREWERIES AND DISTILLERIES LIMITED
(Formerly known as Cupid Trades and Finance Limited)
(CIN: L11010MH1985PLC036665)
Registered Office: Ground Floor, Block No.2, Parekh Nagar, Near BMC Hospital, S.V. Road, Kandivali west, Mumbai 400067 Email: infosec@cupidalcobev.com
Website: www.cupidalcobev.com **Phone: +91 8097894999**

AGM NOTICE

Dear Members,

NOTICE is hereby given that the 40th Annual General Meeting **("AGM")** of the members of Cupid Breweries and Distilleries Limited *(Formerly known as Cupid Trades and Finance Limited)* will be held on Wednesday, September 30, 2026 at 12:00 noon through Video Conferencing **("VC")**/ Other Audio- Visual Means **("OAVM")** to transact the following businesses. The venue of the meeting shall be deemed to be the registered office of the company situated at Block No. 2, Parekh Nagar, Opp. BMC Hospital, S.V. Road, Kandivali West, Mumbai 400067.

ORDINARY BUSINESSES:

1. **ADOPTION OF FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026:**

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

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, comprising the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, together with the Notes forming part thereof, as placed before the Members, and the respective Reports of the Board of Directors and the Statutory Auditors thereon, be and are hereby received, approved and adopted."

2. **RE-APPOINTMENT OF MR. ERRAMILLI RISHAB (DIN: 10688381) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION, WHO HAS OFFERED HIMSELF FOR RE- APPOINTMENT:**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ("Act") (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Mr. Erramilli Rishab (DIN: 10688381), who retires by rotation and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Non-Executive Director of the Company, liable to retire by rotation."

SPECIAL BUSINESSES:

3. TO APPOINT MS. NEHA PODDAR PRACTISING COMPANY SECRETARY (PCS) AS A SECRETARIAL AUDITOR OF A COMPANY FOR THE TERM OF 5 YEARS:

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and other applicable provisions, if any, the consent of the Members of the Company be and is hereby accorded to the appointment of Ms. Neha Poddar, Practising Company Secretary, a Peer Reviewed Practising Company Secretary, having Membership No. A28326 and Certificate of Practice No. 26322, as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2026-27 up to and including the financial year 2030-31, on such terms and conditions, including remuneration, as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor;

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution, including making necessary filings and disclosures with the Registrar of Companies, Stock Exchange(s) and other regulatory authorities, as may be applicable."

RESOLVED FURTHER THAT the Board of Directors of the Company and/or Company Secretary of the Company be and are hereby severally authorised to finalise the terms and conditions of the appointment, including the scope and remuneration of the Secretarial Auditor, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution, including filing necessary returns or disclosures with the regulatory authorities."

4. **<u>TO APPOINT M/S. MMRS & CO., CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO: 013830S) AS STATUTORY AUDITORS FOR A PERIOD OF FIVE YEARS:</u>**

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

"**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with the Companies (Audit and Auditors) Rules, 2014, consent of members be and is hereby accorded for appointment of M/s. MMRS & Co., Chartered Accountants (Firm Registration No.: 013830S), as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of the 40th Annual General Meeting until the conclusion of the 45th Annual General Meeting of the Company, on such terms and conditions, including remuneration and reimbursement of out-of-pocket expenses, as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to determine and finalise the remuneration of M/s. MMRS & Co., Chartered Accountants, including reimbursement of out-of-pocket expenses incurred in connection with the audit, and to vary the same from time to time, as may be considered appropriate and in accordance with the applicable provisions of the Act;

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution, including making necessary filings and disclosures with the Registrar of Companies, Stock Exchange(s) and other regulatory authorities, as may be applicable."

5. **<u>TO RE-APPOINT MR. NINAD MARUTI DHURI (DIN: 09216629) AS AN INDEPENDENT DIRECTOR:</u>**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, Mr. Ninad Maruti Dhuri (DIN: 09216629), whose present term of office as an Independent Director of the Company is due to expire, and who is eligible for re-appointment and has consented to act as an Independent Director of the Company, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years commencing from September 30, 2026;

RESOLVED FURTHER THAT Mr. Ninad Maruti Dhuri (DIN: 09216629) meets the criteria for independence as provided under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and has submitted the requisite declaration confirming that he meets the criteria of independence, and the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, has recommended his re-appointment for a second term of 5 (five) consecutive years, be and is hereby approved."

6. TO APPROVE APPOINTMENT OF MR. M. SOUNDARAPANDIAN (DIN: 07566951) AS AN INDEPENDENT DIRECTOR:

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

"**RESOLVED THAT** Mr. M. Soundara Pandian (DIN: 07566951), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director (Non-Executive, Independent) of the Company with effect from July 2, 2026 and who holds office up to the date of this Annual General Meeting pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Articles of Association of the Company, and who is eligible for appointment and has consented to act as a Director of the Company, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the appointment of Mr. M. Soundara Pandian (DIN: 07566951), who meets the criteria for independence as provided under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and who has submitted the requisite declaration confirming that he meets the criteria of independence, as an Independent Director of the Company, not liable to retire by rotation, for a first term of 5 (five) consecutive years commencing from July 2, 2026 up to July 1, 2031, be and is hereby approved."

7. **TO APPROVE APPOINTMENT OF MR. MEHARBABA PRASAD KALIDASU (DIN: 11069073) AS AN INDEPENDENT DIRECTOR:**

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

"**RESOLVED THAT** Mr. Meharbaba Prasad Kalidasu (DIN: 11069073), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director (Non-Executive, Independent) of the Company with effect from July 2, 2026 and who holds office up to the date of this Annual General Meeting pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Articles of Association of the Company, and who is eligible for appointment and has consented to act as a Director of the Company, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the appointment of Mr. Meharbaba Prasad Kalidasu (DIN: 11069073), who meets the criteria for independence as provided under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and who has submitted the requisite declaration confirming that he meets the criteria of independence, as an Independent Director of the Company, not liable to retire by rotation, for a first term of 5 (five) consecutive years commencing from July 2, 2026 up to July 1, 2031, be and is hereby approved."

By order of the Board of Directors
For Cupid Breweries and Distilleries Limited
(formerly known as Cupid Trades and Finance Limited)
Sd/-
Sachin Rawat
CFO & Company Secretary

Place: Mumbai
Date: September 07, 2026
Registered Office: Ground Floor, Block No 2, Parekh Nagar,
Near BMC Hospital, S V Road, Kandivali West, Mumbai 400067
E-mail ID: infosec@cupidalcobev.com
Website: www.cupidalcobev.com
Phone No: +91 8097894999
CIN: L11010MH1985PLC036665

NOTES:

1. Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 and No. 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 in relation to "Clarification on holding of Annual General Meeting ('AGM') through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), the Company is convening the 40th Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India (SEBI), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 **("SEBI Circulars")** and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**. In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations, and MCA Circulars, the 40th AGM of the Company is being held through VC/OAVM on Wednesday, September 30, 2026, at 12:00 noon (IST).

2. The deemed venue for the AGM will be the Registered Office of the Company situated at Block No. 2, Parekh Nagar, Opp. BMC Hospital, S.V. Road, Kandivali West, Mumbai 400067. Since the AGM will be held through VC, the Route Map is not annexed to this Notice.

3. Pursuant to the applicable MCA Circular, the facility to appoint a proxy to attend and cast a vote for the members is not available for this AGM. However, in pursuance to Section 113 of the Act and Rules framed thereunder, the Body Corporate members are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. The Members can join the AGM in the VC/OAVM mode 15 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 AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

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

7. In line with the MCA Circulars and the SEBI Circulars, the Notice of the AGM along with the Annual Report for the Financial Year ending March 31, 2026 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories / Registrar & Transfer Agent ('RTA'), unless any Member has requested for a physical copy of the same.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.cupidalcobev.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

9. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

10. Electronic copies of all the documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be made available for inspection. During the 40th AGM, Members may access the scanned copy of the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at infosec@cupidalcobev.com.

11. The Board has appointed Ms. Neha Poddar (COP: 26322), Practicing Company Secretaries, Mumbai, as the Scrutinizer for conducting the remote e-voting/ ballot process, fairly and transparently.

12. In case a person becomes a Member of the Company after dispatch of the Notice of AGM, and is a Member as on the cut-off date for e-voting, i.e., Wednesday, September 23, 2026, such person/ Member may obtain the user ID and password by sending an email request on infosec@cupidalcobev.com, alternatively, he may send a signed copy of the request letter providing the email address, mobile number, and self-attested PAN copy along with client master copy (in case of electronic folio)/copy of share certificate (in case of physical folio) via email to infosec@cupidalcobev.com for obtaining the Annual Report and Notice of AGM.

13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant, and holdings should be verified from time to time.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Sunday, September 27, 2026 at 09:00 A.M. and ends on Tuesday, September 29, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday September 23, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

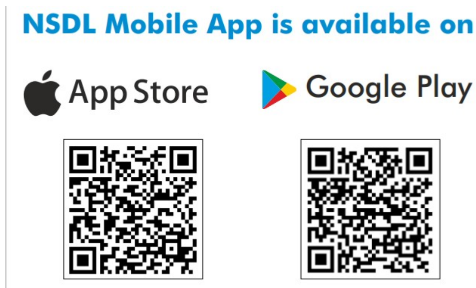
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are 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/SecureWeb/IdeasDirectReg.jsp 4. 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 i.e. NSDL** and

	you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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, 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 CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP

and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your '**initial password**'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. One you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nehapoddarcs@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Rimpa Bag at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 infosec@cupidalcobev.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (infosec.cupidalcobev.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through "VC/OAVM" through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of VC/OAVM placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. 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.

5. 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 at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile

number at infosec@cupidalcobev.com. The shareholders who do not wish to speak during the AGM 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 infosec@cupidalcobev.com. These queries will be replied by the company suitably by email.

6. Speaker shareholders will join through the separate link as attendee. The shareholders will be on mute by default and can see the AGM proceedings. Speaker shareholders need to allow their audio and video to be kept open. Moderator will allow the shareholders to speak.

7. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on date of the 40th AGM i.e. Wednesday, September 30, 2026.

EXPLANTORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER

ITEM NO.3: APPOINTMENT OF MS. NEHA PODDAR, PRACTISING COMPANY SECRETARY, AS THE SECRETARIAL AUDITOR OF THE COMPANY FOR A TERM OF FIVE CONSECUTIVE YEARS

The Board of Directors of the Company, at its meeting held on May 18, 2026, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., approved the appointment of Ms. Neha Anup Poddar, Practising Company Secretary, a Peer Reviewed Practising Company Secretary having Membership No. A28326 and Certificate of Practice No. 26322, to fill the casual vacancy caused in the office of the Secretarial Auditor of the Company and to conduct the Secretarial Audit of the Company for the financial year 2025-26.

It is now proposed to appoint Ms. Neha Anup Poddar, Practising Company Secretary, as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2026-27 up to and including the financial year 2030-31, subject to the approval of the Members of the Company.

The proposed appointment of the Secretarial Auditor is in accordance with the provisions of Section 204 of the Companies Act, 2013 ("Act"), Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time.

Ms. Neha Poddar is a Practising Company Secretary and Law Graduate having over 14 years of experience in the field of corporate laws, secretarial compliance, legal and governance matters. She possesses extensive experience in handling compliances under the Companies Act, 2013 and SEBI Regulations, including the Listing Regulations and other regulatory frameworks applicable to listed entities. Her areas of expertise include Secretarial Audit, corporate restructuring, Board and shareholder matters, FEMA compliances, due diligence, corporate governance advisory and regulatory compliances for listed companies. She has also handled various corporate actions including buy-back, rights issue, bonus issue, preferential allotment, postal ballot processes and ESOP implementation.

Ms. Neha Poddar has confirmed that she is not disqualified from being appointed as the Secretarial Auditor of the Company and is eligible for such appointment in terms of Regulation 24A of the Listing Regulations. She has also confirmed that the services to be rendered by her as Secretarial Auditor are within the permissible scope of services under the applicable provisions of Regulation 24A of the Listing Regulations and the relevant SEBI circulars.

The Board of Directors of the Company, at its meeting held on September 07, 2026, after evaluating various factors including industry experience, competency, efficiency in conduct of audit and independence, has recommended the appointment of Ms. Neha Poddar as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2026-27 up to and including the financial year 2030-31, on such remuneration, plus applicable taxes and reimbursement of out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor. During the proposed tenure, the Board of Directors shall periodically review the performance and continuing ability of the Secretarial Auditor to effectively undertake the Secretarial Audit of the Company in accordance with the applicable laws and professional standards.

The Board recommends the resolution set out at **Item No. 3** of the accompanying Notice for approval of the Members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice.

ITEM NO.4: APPOINTMENT OF M/S. MMRS & CO., CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY FOR A TERM OF FIVE CONSECUTIVE YEARS

The Board of Directors of the Company, at its meeting held on September 07, 2026, based on the recommendation of the Audit Committee and after considering various factors including the experience and expertise of the firm, competency of the audit team, efficiency in conduct of audit, independence, eligibility and credentials of the firm and its partners, has recommended the appointment of M/s. MMRS & Co., Chartered Accountants (Firm Registration No. 013830S), as the Statutory Auditors of the Company for a term of 5 (five) consecutive years commencing from the conclusion of the 40th Annual General Meeting ("AGM") until the conclusion of the 45th AGM of the Company, subject to the approval of the Members of the Company. During the proposed tenure, the Board of Directors, in consultation with the Audit Committee, shall periodically review the performance and continuing ability of the firm to undertake the statutory audit of the Company effectively and in accordance with the applicable laws and professional standards.

M/s. MMRS & Co. was appointed by the Board of Directors of the Company at its meeting held on November 18, 2025, to fill the casual vacancy caused by the resignation of the erstwhile Statutory Auditors, M/s. H Rajen & Co. The said appointment was subsequently approved by the Members of the Company through Postal Ballot, the voting for which concluded on December 21, 2025. Accordingly, M/s. MMRS & Co. presently holds office as the Statutory Auditors of the Company up to the conclusion of the ensuing 40th AGM.

The Board of Directors now proposes the appointment of M/s. MMRS & Co., Chartered Accountants, as the Statutory Auditors of the Company for a further term of 5 (five) consecutive years commencing from the conclusion of the 40th AGM until the conclusion of the 45th AGM, subject to the approval of the Members of the Company.

M/s. MMRS & Co. is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India ("ICAI") with Firm Registration No. 013830S. The firm is a Peer Reviewed firm of Chartered Accountants with extensive experience in statutory audits, internal audits, concurrent audits, stock audits, revenue and credit audits, payroll audits, fixed assets audits, forensic accounting, business valuations, mergers and acquisitions and project appraisals.

The firm has a team of qualified Chartered Accountants and support staff and has conducted audits for leading banks and corporates across various assignments, demonstrating strong expertise in bank audits, credit audits and systems audits. All partners are full-time practising Chartered Accountants maintaining high professional standards.

In accordance with the provisions of Sections 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Audit and Auditors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), M/s. MMRS & Co. has provided its consent and eligibility certificate confirming that it is eligible for appointment as Statutory Auditors of the Company and that its appointment, if made, shall be in accordance with the applicable provisions of the Act and the rules made thereunder.

Details required under Regulation 36(5) of the Listing Regulations

Particulars	**Details**
Proposed fees payable to the statutory auditor along with terms of appointment and, in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	For the subsequent financial years during the proposed term, the remuneration payable to M/s. MMRS & Co. shall be ₹2,50,000 (Rupees Two Lakh Fifty Thousand only) per financial year, plus applicable taxes and reimbursement of out-of-pocket expenses, subject to such revision, if any, as may be approved by the Board of Directors from time to time, in consultation with the Statutory Auditors and based on the recommendation of the Audit Committee.
Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor proposed to be appointed	M/s. MMRS & Co. is a peer-reviewed partnership firm of Chartered Accountants with extensive experience in statutory audits, internal audits, concurrent audits, stock audits, revenue and credit audits, payroll audits, fixed assets audits, company law compliance, forensic accounting, business valuations, mergers & acquisitions, and project appraisals.

	The firm has a team of qualified Chartered Accountants and support staff and has conducted audits for leading banks and corporates across various assignments, demonstrating strong expertise in bank audits, credit audits, and systems audits. All partners are full-time practising Chartered Accountants, maintaining high professional standards. In the opinion of the Audit Committee, the firm possesses the requisite experience, expertise, and professional qualifications commensurate with the size, business nature, and statutory audit requirements of the Company. The auditors have confirmed their eligibility and willingness to undertake the assignment for the prescribed term and have provided necessary declarations regarding independence and absence of any disqualifications as per Section 141 of the Companies Act, 2013.

The remuneration for the subsequent financial years of the proposed term shall be determined by the Board of Directors of the Company based on the recommendation of the Audit Committee and in consultation with the Statutory Auditors, from time to time, together with applicable taxes and reimbursement of out-of-pocket expenses.

The Company may, from time to time, obtain certifications and other permissible non-audit services from M/s. MMRS & Co. in accordance with the provisions of Section 144 of the Act and other applicable provisions, subject to such services being permissible under applicable law and the approval of the Audit Committee, wherever required. The remuneration for such certifications and permissible non-audit services shall be determined and paid on mutually agreed terms.

The Audit Committee has recommended the appointment of M/s. MMRS & Co. as the Statutory Auditors of the Company and the Board of Directors, after considering the recommendation of the Audit Committee, has recommended the same to the Members for their approval.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Ordinary Resolution, except to the extent of their respective shareholding in the Company, if any.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members of the Company.

ITEM NO. 5: RE-APPOINTMENT OF MR. NINAD MARUTI DHURI AS AN INDEPENDENT DIRECTOR

In accordance with the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 ("Appointment of Directors Rules"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company, at its meeting held on September 07, 2026, has, inter alia, approved the re-appointment of Mr. Ninad Maruti Dhuri (DIN: 09216629) as an Independent Director of the Company for a second term of five consecutive years commencing from September 30, 2026 to September 29, 2031, subject to the approval of the Members of the Company at the ensuing 40th Annual General Meeting ("AGM").

Mr. Ninad Maruti Dhuri was appointed as an Independent Director of the Company by the Members at the Annual General Meeting held on September 30, 2021, for a term of five consecutive years. The Board, based on the recommendation of the NRC and after considering his performance, experience, expertise, contribution and continued suitability for the position, has recommended his re-appointment as an Independent Director of the Company for a second term of five consecutive years.

Mr. Ninad Dhuri has extensive experience across international and domestic operations and is widely recognised for his thought leadership. He has played a significant role in shaping strategy and driving transformational change within organisations.

Mr. Ninad Dhuri possesses the skills, expertise and competencies considered relevant by the NRC and the Board for the effective discharge of his role as an Independent Director of the Company, including in the areas of media and advertising, brand strategy, revenue growth, sales and marketing, corporate communications, event management, client relationship management, business development and team leadership.

The Company has received all requisite declarations and disclosures from Mr. Ninad Dhuri, including the following:

(i) consent to act as a Director of the Company in Form DIR-2 pursuant to Section 152 of the Act read with the Appointment of Directors Rules;

(ii) confirmation that he is not disqualified from being appointed as a Director under Section 164 of the Act;

(iii) declaration confirming that he has not been debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other competent authority;

(iv) confirmation regarding his registration in the Independent Directors' Databank in accordance with Section 150 of the Act read with Rule 6 of the Appointment of Directors Rules; and

(v) declaration confirming that he fulfils the criteria of independence specified under Section 149(6) of the Act, the rules made thereunder, Schedule IV to the Act and the Listing Regulations.

Further, the Company has obtained a certificate from **Ms. Neha Poddar, Practising Company Secretary**, confirming that Mr. Ninad Dhuri is not debarred from being appointed as a Director of the Company.

Other than the remuneration proposed to be paid to Mr. Ninad Dhuri in his capacity as an Independent Director, as mentioned in the "Annexure" to this Notice, he does not have any other pecuniary relationship, directly or indirectly, with the Company.

In the opinion of the NRC and the Board of Directors, Mr. Ninad Dhuri fulfils the criteria of independence as specified under Section 149(6) of the Act, the rules made thereunder and the Listing Regulations and is independent of the management of the Company. The NRC and the Board of Directors are also of the opinion that his continued association with the Company would be beneficial to the Company and its Members, considering his experience, expertise, knowledge and contribution to the deliberations and strategic decision-making of the Board.

In terms of Section 149(10) of the Act, an Independent Director shall hold office for a term of up to five consecutive years and shall be eligible for re-appointment for another term of up to five consecutive years on passing of a Special Resolution by the Company. Accordingly, the proposed re-appointment of Mr. Ninad Dhuri as an Independent Director for a second term of five consecutive years is being placed before the Members for their approval by way of a Special Resolution.

If re-appointed, Mr. Ninad Dhuri shall **not be liable to retire by rotation** during his second term as an Independent Director.

Relevant details relating to the re-appointment of Mr. Ninad Dhuri, including his brief profile, qualifications, experience, skills and expertise, terms and conditions of appointment, remuneration, shareholding in the Company and other particulars as required under the Act, the Listing Regulations and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "**Annexure**" to this Notice.

Except Mr. Ninad Maruti Dhuri, to whom the resolution relates, and his relatives, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 5 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of this Notice for approval of the Members of the Company.

ITEM NO. 6: APPOINTMENT OF MR. MARIAPPANADAR SOUNDARAPANDIAN (DIN: 07566951) AS AN INDEPENDENT DIRECTOR

In accordance with the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 ("Appointment of Directors Rules"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company, at its meeting held on July 2, 2026, has, inter alia, approved the appointment of Mr. M. Soundara Pandian (DIN: 07566951) as an Additional Director in the capacity of an Independent Director of the Company, for a term of five consecutive years commencing from July 2, 2026 to July 1, 2031, subject to the approval of the Members of the Company at the ensuing 40th Annual General Meeting ("AGM").

As an Additional Director, Mr. Soundara Pandian holds office up to the date of the ensuing 40th AGM of the Company under Section 161(1) of the Act.

Mr. M. Soundara Pandian is a banking and corporate governance professional with over 43 years of overall experience, including 34 years of experience in banking, credit appraisal, project finance, trade finance, branch administration and risk management, and 9 years of experience as a Director in corporates. He holds a B.B.A. degree, is a CAIIB qualified banker and is an IICA-MCA Certified Independent Director.

He has served in senior positions with Tamilnad Mercantile Bank Limited and City Union Bank Limited before his retirement. Since 2018, he has been serving as an Independent Director on the Boards of various listed companies, contributing his expertise in corporate governance, financial oversight, regulatory compliance and strategic guidance.

The Company has received all statutory declarations and disclosures from Mr. Soundara Pandian, including the following:

(i) Consent to act as a Director of the Company in Form DIR-2 pursuant to Section 152 of the Act read with the Appointment of Directors Rules;

(ii) Confirmation that he is not disqualified from being appointed as a Director in Form DIR-8 pursuant to Section 164 of the Act read with the Appointment of Directors Rules;

(iii) Declaration confirming that he has not been debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other competent authority;

(iv) Confirmation that he is registered in the Independent Directors' Databank for lifetime in terms of Section 150 of the Act read with Rule 6 of the Appointment of Directors Rules; and

(v) Declaration confirming that he fulfils the criteria of independence specified under Sections 149 and 152 read with Schedule IV of the Act, the Appointment of Directors Rules and the Listing Regulations.

Further, the Company has obtained a certificate from Ms. Neha Poddar, Practising Company Secretary, confirming that Mr. Soundara Pandian is not debarred from being appointed as a Director of the Company.

Other than the remuneration proposed to be paid to Mr. Soundara Pandian in his capacity as an Independent Director, as mentioned in the "Annexure" to this Notice, he does not have any other pecuniary relationship, directly or indirectly, with the Company.

In the opinion of the NRC and the Board of Directors, Mr. Soundara Pandian fulfils the criteria of independence as specified under Section 149(6) of the Act, the rules made thereunder and the Listing Regulations and is independent of the management of the Company. The NRC and the Board of Directors are also of the opinion that his appointment would be in the interest of the Company and its Members, considering his extensive experience in banking, finance, credit appraisal, risk management, corporate governance and strategic guidance, which would contribute to the effective functioning of the Board.

Relevant details relating to the appointment of Mr. Soundara Pandian, including his brief profile, qualifications, experience, skills and expertise, terms and conditions of appointment, remuneration, shareholding in the Company and other particulars as required under the Act, the Listing Regulations and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "**Annexure**" to this Notice.

Accordingly, the approval of the Members is sought by way of a Special Resolution under Item No. 6 of this Notice for the appointment of Mr. Soundara Pandian as an Independent Director of the Company for a first term of five consecutive years commencing from July 2, 2026 to July 1, 2031, not liable to retire by rotation.

Except Mr. Soundara Pandian, to whom the resolution relates, and his relatives, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 6 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 6 of this Notice for approval of the Members of the Company.

ITEM NO. 7: APPOINTMENT OF MR. MEHARBABA PRASAD KALIDASU (DIN: 11069073) AS AN INDEPENDENT DIRECTOR

In accordance with the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 ("Appointment of Directors Rules"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company, at its meeting held on July 2, 2026, has, inter alia, approved the appointment of Mr. Meharbaba Prasad Kalidasu (DIN: 11069073) as an Additional Director in the capacity of an Independent Director of the Company for a term of five consecutive years commencing from July 2, 2026 to July 1, 2031, subject to the approval of the Members of the Company at the ensuing 40th Annual General Meeting ("AGM").

As an Additional Director, Mr. Meharbaba Prasad Kalidasu holds office up to the date of the ensuing 40th AGM of the Company under Section 161(1) of the Act.

Mr. Meharbaba Prasad Kalidasu has over 38 years of experience in the banking sector, primarily with the State Bank of India, where he held various leadership positions in Corporate Finance, Project Finance, Infrastructure Finance, Corporate Banking, Credit Appraisal and Risk Management, including the position of Deputy General Manager.

During his career, he headed large corporate banking operations with business portfolios exceeding ₹60,000 crore and was involved in the appraisal, funding and monitoring of several infrastructure and corporate projects across sectors such as roads, airports, metro rail, pharmaceuticals and manufacturing. He also served as Senior Vice President (Syndication & Investment) at SBI's Bahrain office, where he managed corporate credit and investment portfolios.

Mr. Meharbaba holds a Bachelor's Degree in Commerce (Hons.) and is a Certified Associate of the Indian Institute of Bankers. He has also completed professional certifications in commercial credit, risk management, anti-money laundering and leadership development. His extensive experience in banking, finance, project financing, risk management and corporate governance is expected to provide valuable guidance to the Board and contribute to the Company's long-term growth and governance framework.

The Company has received all statutory declarations and disclosures from Mr. Meharbaba Prasad Kalidasu, including the following:

(i) Consent to act as a Director of the Company in Form DIR-2 pursuant to Section 152 of the Act read with the Appointment of Directors Rules;

(ii) Confirmation that he is not disqualified from being appointed as a Director in Form DIR-8 pursuant to Section 164 of the Act read with the Appointment of Directors Rules;

(iii) Declaration confirming that he has not been debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other competent authority;

(iv) Confirmation that he is registered in the Independent Directors' Databank for lifetime in terms of Section 150 of the Act read with Rule 6 of the Appointment of Directors Rules; and

(v) Declaration confirming that he fulfils the criteria of independence specified under Sections 149 and 152 read with Schedule IV of the Act, the Appointment of Directors Rules and the Listing Regulations.

Further, the Company has obtained a certificate from Ms. Neha Poddar, Practising Company Secretary, confirming that Mr. Meharbaba Prasad Kalidasu is not debarred from being appointed as a Director of the Company.

Other than the remuneration proposed to be paid to Mr. Meharbaba Prasad Kalidasu in his capacity as an Independent Director, as mentioned in the "Annexure" to this Notice, he does not have any other pecuniary relationship, directly or indirectly, with the Company.

In the opinion of the NRC and the Board of Directors of the Company, Mr. Meharbaba Prasad Kalidasu fulfils the criteria of independence as specified under Section 149(6) of the Act, the rules made thereunder and the Listing Regulations and is independent of the management of the Company. The NRC and the Board of Directors are also of the opinion that his appointment would be in the interest of the Company and its Members, considering his extensive experience and expertise in banking, corporate finance, project finance, infrastructure finance, credit appraisal, risk management and corporate governance, which would contribute to the effective functioning of the Board and the Company.

Relevant details relating to the appointment of Mr. Meharbaba Prasad Kalidasu, including his brief profile, qualifications, experience, skills and expertise, terms and conditions of appointment, remuneration, shareholding in the Company and other particulars as required under the Act, the Listing Regulations and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "**Annexure**" to this Notice.

Accordingly, the approval of the Members is sought by way of a Special Resolution under Item No. 7 of this Notice for the appointment of Mr. Meharbaba Prasad Kalidasu as an Independent Director of the Company for a first term of five consecutive years commencing from July 2, 2026 to July 1, 2031, not liable to retire by rotation.

Except Mr. Meharbaba Prasad Kalidasu, to whom the resolution relates, and his relatives, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 7 of this Notice.

The Board of Directors recommends the Special Resolution set out at Item No. 7 of this Notice for approval of the Members of the Company.

By order of the Board of Directors
For Cupid Breweries and Distilleries Limited
(formerly known as Cupid Trades and Finance Limited)
Sd/-
Sachin Rawat
CFO & Company Secretary

Place: Mumbai
Date: September 07, 2026
Registered Office: Ground Floor, Block No 2, Parekh Nagar, Near BMC Hospital, S V Road, Kandivali West, Mumbai 400067
E-mail ID: infosec@cupidalcobev.com
Website: www.cupidalcobev.com
Phone No: +91 8097894999
CIN: L11010MH1985PLC036665

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI)

1	**Name of the Director**	Mr. Ninad Dhuri	Mr. M. Soundara Pandian	Mr. Meharbaba Prasad Kalidasu
2	**DIN**	(DIN: 09216629)	(DIN: 07566951)	(DIN: 11069073)
3	**Date of Birth**	12/03/1973	18/10/1959	10/04/1964
4	**Age**	53 years	66 years	62 years
5	**Qualification**	Masters in Marketing Management, PG Certificate Program in Advertising Management & PR, B.Com. and PG Certificate Program in Digital Marketing	Mr. Soundara Pandian holds a B.B.A. degree, is a CAIIB qualified banker, and is an IICA-MCA Certified Independent Director	Mr. Meharbaba holds a Bachelor's Degree in Commerce (Hons.) and is a Certified Associate of the Indian Institute of Bankers. He has also completed professional certifications in commercial credit, risk management, anti-money laundering and leadership development.
6	**Experience and nature of expertise in specific functional area**	Mr. Ninad Dhuri shas extensive experience in Media & Advertising, Brand Strategy, Revenue Growth, Sales & Marketing, Corporate Communications, Event Management, Client Relationship Management, Business Development and Team Leadership.	Mr. Soundara Pandian (DIN: 07566951) is a banking and governance professional with over 43 years of overall experience, including 34 years of experience in banking, credit appraisal, project finance, trade finance, branch administration, and risk management, and 9 years of	Mr. Meharbaba Prasad Kalidasu has over 38 years of experience in the banking sector, primarily with the State Bank of India, where he held various leadership positions in Corporate Finance, Project Finance, Infrastructure Finance, Corporate Banking, Credit Appraisal and Risk Management, including the position of Deputy General Manager.

			experience as a Director in corporates. He served in senior positions with Tamilnad Mercantile Bank Limited and City Union Bank Limited before retirement. Since 2018, he has been serving as an Independent Director on the Boards of various listed companies, contributing his expertise in corporate governance, financial oversight, regulatory compliance, and strategic guidance.	During his career, he headed large corporate banking operations with business portfolios exceeding ₹60,000 crore and was involved in the appraisal, funding and monitoring of several infrastructure and corporate projects across sectors such as roads, airports, metro rail, pharmaceuticals and manufacturing. He also served as Senior Vice President (Syndication & Investment) at SBI's Bahrain office, where he managed corporate credit and investment portfolios. His experience in finance, banking, project financing, risk management and corporate governance is expected to provide valuable guidance to the Board and contribute to the Company's long-term growth and governance framework.
7	**Shareholding in the Company**	None	None	None
8	**Date of first appointment on the Board of Directors**	05/07/2021	02/07/2026	02/07/2026

9	**Directorship held in other listed companies (including the listed Company from which the person has resigned in the past three years)**	Nil	**Directorship in Listed Companies**: 1. TV Vision Limited 2. Aqylon Nexus Limited 3. Sab Events & Governance Now Media Limited	Nil
10	**No. of Committees in which Director is member***	2	1	Nil
11	**No. of Committees in which Director is Chairman**	Nil	Nil	Nil
12	**Terms and Conditions of appointment/ re-appointment along with details of remuneration sought to be paid and remuneration last drawn**	Appointed as Non-Executive, Independent Director not liable to retire by rotation.	Appointed as Non-Executive, Independent Director not liable to retire by rotation.	Appointed as Non-Executive, Independent Director not liable to retire by rotation.
13	**No. of Meetings of the Board attended during the year**	7 (Seven)	Not Applicable	Not Applicable

14	**Relationship with other Directors, Manager and other Key Managerial Personnel of the Company**	None	Nil	None

** Includes only Audit and Stakeholders Relationship Committees in accordance with Regulation 26 of the Listing Regulations*