

L-1/0135/PG/PD

October 5, 2026

To,

BSE Limited

: **Code No. 500031**

Department of Corporate Services

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai 400 001

National Stock Exchange of India Limited

: **BAJAJELEC - Series: EQ**

Listing Department

Exchange Plaza, Bandra Kurla Complex,

Bandra (East), Mumbai 400 051

Sub.: Postal Ballot Notice - Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") by Bajaj Electricals Limited (the "Company")

Dear Sir/Madam,

In continuation to our letter dated August 6, 2026, bearing reference no. - L-1/0108/JG/PD, and pursuant to the provisions of Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations, we enclose herewith a copy of the Notice of Postal Ballot dated August 6, 2026, along with the Explanatory Statement ("**Notice**"), which is being dispatched today i.e. Monday, October 5, 2026, seeking consent of the Members of the Company on the resolutions set out in the Postal Ballot Notice dated August 6, 2026, through voting by electronic means only ("**remote e-voting**").

Sr. No.	Description of Special Business(es)	Type of Resolution
1.	To approve the increase in the aggregate number of employee stock options and equity shares reserved under 'Bajaj Electricals Limited - Performance Stock Option Plan- 2023'	Special
2.	Revision of the remuneration of Mr. Shekhar Bajaj (DIN: 00089358), Executive Chairman of the Company	Special
3.	Revision of the remuneration of Mr. Sanjay Sachdeva (DIN: 11017868), Managing Director & Chief Executive Officer of the Company	Special
4.	Revision of the remuneration of Mrs. Pooja Anant Bajaj (DIN: 08254455), Whole-time Director (designated as 'Executive Director') of the Company	Special

In accordance with circulars issued by the Ministry of Corporate Affairs, from time to time ("**MCA Circulars**") *inter alia* including General Circular No. 03/2025 dated September 22, 2025, the Notice is being sent electronically to all the Members whose names appeared in the Register of Members or List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL) ("**DP**"), on Wednesday, September 30, 2026 ("**Cut-off date**") and who had registered their e-mail addresses with the Company or MUFG Intime India Private Limited, being the RTA of the Company ("**MUFG Intime**"), or their respective DP.

Members holding shares in physical mode and who have not updated their e-mail addresses with the Company/RTA/DP are requested to update the same as per the instructions given in the Notes to the Notice.

The following details pertain to the remote e-voting facility provided by the Company:

1.	Cut-off date [for determining the Members entitled to vote on the resolutions set forth in the Notice]	Wednesday, September 30, 2026
2.	Date and time of commencement of remote e-voting	Tuesday, October 6, 2026, at 09:00 a.m. (IST)
3.	Date and time of conclusion of remote e-voting	Wednesday, November 4, 2026, at 05:00 p.m. (IST)



Electricals

4.	Date of declaration of voting results	On or before Friday, November 6, 2026
5.	Manner of voting	Voting through electronic means only (remote e-voting)
6.	Detailed Procedure for Remote e-Voting	Please refer the Postal Ballot Notice under the heading "Remote e-voting Instructions"
7.	Agency appointed for providing remote e-voting facility to the Members	MUFG Intime

A copy of the said Notice is being made available on the website of the Company, viz., www.bajajelectricals.com and on the websites of BSE Limited at www.bseindia.com and the National Stock Exchange of India Limited at www.nseindia.com. It is also being made available on the website of MUFG Intime at <https://instavote.linkintime.co.in>.

We request you to take the above on record and the same be treated as compliance under the applicable provisions of the SEBI Listing Regulations.

Thanking you,

Yours faithfully,
For Bajaj Electricals Limited

Prashant Anant Dalvi
Digitally signed by
Prashant Anant Dalvi
Date: 2026.10.05 15:55:18
+05'30'

Prashant Dalvi
Chief Compliance Officer & Company Secretary
(ICSI Membership No.: A51129)

Encl.: As above.

**BAJAJ ELECTRICALS LIMITED**

Registered Office: Mulla House, 2nd Floor, 51, M. G. Road, Fort, Mumbai 400 001 | Tel.: 022-61497000

E-mail address: legal@bajajelectricals.com | Website: www.bajajelectricals.com

Corporate Identification Number (CIN): L31500MH1938PLC009887

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, and any applicable Circulars issued by the Ministry of Corporate Affairs, from time to time]

VOTING STARTS ON	VOTING ENDS ON
Tuesday, October 6, 2026, at 09:00 a.m. (IST)	Wednesday, November 4, 2026, at 05:00 p.m. (IST)

To,
The Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 of the Companies Act, 2013 (the "Act") and other applicable provisions of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024, and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), to transact the special business as set out hereunder, through passing of resolution(s) by way of Postal Ballot, through voting by electronic means ("Remote e-Voting") only.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ('RTA') / Depositories. Accordingly, physical copies of the Notice along with the Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of assent or dissent of the Members shall take place only through the Remote e-Voting system. In case the e-mail address of a Member is not registered with the Company / RTA / Depositories, please follow the process provided in the notes to receive this Postal Ballot Notice. The Notice is also available on

the website of the Company at:
<https://www.bajajelectricals.com/pages/investors>.

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions of the Act, pertaining to the resolution(s) setting out the material facts and the reasons therefor, is appended to this Postal Ballot Notice for your consideration and forms part of this Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company at its meeting held on August 6, 2026, has appointed Mr. Vaibhav Dandawate (COP No. 27947), failing him, Ms. Deepti Kulkarni (COP No. 22502), Designated Partners of Messrs Makarand M. Joshi & Co., Practising Company Secretaries (ICSI UIN: P2009MH007000), as the Scrutinizer(s) to conduct the Postal Ballot through the Remote e-Voting process in a fair and transparent manner.

The Remote e-Voting period commences from 09.00 A.M. IST on Tuesday, October 6, 2026, and ends at 05.00 P.M. IST on Wednesday, November 4, 2026. The Scrutinizer shall submit the report to the Chairman of the Company or any other person duly authorised by him, upon completion of the scrutiny of the votes cast through Remote e-Voting.

The said results, along with the Scrutinizer's Report, shall be communicated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively referred to as the "Stock Exchanges"), where the equity shares of the Company are listed, within two working days from the last date of Remote e-Voting. The results shall also be uploaded on the Company's website at <https://www.bajajelectricals.com/pages/investors> and on the website of the Company's Registrar and Transfer Agent, MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), at <https://instavote.linkintime.co.in>.

SPECIAL BUSINESS

- To approve the increase in the aggregate number of employee stock options and equity shares reserved under 'Bajaj Electricals Limited - Performance Stock Option Plan- 2023' and, in this regard, to consider and, if thought fit, to pass the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity)

Regulations 2021, as amended, modified or re-enacted from time to time with all circulars and notifications issued thereunder ("SEBI (SBEB and Sweat Equity) Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the relevant provisions of Memorandum of Association and Articles of Association of Bajaj Electricals Limited ("Company") and subject to further such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals,



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Corporate Identification Number (CIN): L31500MH1938PLC009887

permissions, sanctions and which may be agreed to and accepted by the Board of Directors of the Company (*hereinafter referred to as the 'Board' which term shall be deemed to include the Nomination and Remuneration Committee of the Board, constituted under Regulation 19 of the SEBI Listing Regulations by the Board in pursuance of Regulation 5 of SEBI (SBEB and Sweat Equity) Regulations, to exercise its powers, including the powers conferred by this resolution*), the consent of the shareholders of the Company, be and is hereby accorded to increase the aggregate number of employee stock options ("Options") of 'Bajaj Electricals Limited - Performance Stock Option Plan- 2023' ("PSOP-2023") from 5,75,510 (Five Lakh Seventy-Five Thousand Five Hundred Ten) Options to 30,02,559 (Thirty Lakh Two Thousand Five Hundred Fifty-Nine) Options (representing approximately 2.60% of the Company's paid-up equity share capital, by creating an additional 24,27,049 (Twenty-Four Lakh Twenty-Seven Thousand Forty-Nine) Options, exercisable into not exceeding 30,02,559 (Thirty Lakh Two Thousand Five Hundred Fifty-Nine) equity shares ("Shares") of face value of ₹2/- (Rupees Two Only) each fully paid-up, where one Option would convert into one Share upon exercise, on such terms and in such manner in accordance with the provisions of the applicable laws and the provisions of PSOP-2023.

RESOLVED FURTHER THAT together with the existing and increased pool, the total number of Options under PSOP-2023 shall stand at 30,02,559 (Thirty Lakh Two Thousand Five Hundred Fifty-Nine), while other terms and conditions of the PSOP-2023 remain unchanged.

RESOLVED FURTHER THAT the Shares so issued and allotted as mentioned hereinbefore shall rank *pari passu* with the then existing Shares of the Company for all purposes and in all respects.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, restructuring, change in capital structure or any other applicable corporate action, if any additional Shares are required to be issued by the Company to the eligible employees for the purpose of making a fair and reasonable adjustment to the Options granted earlier, the ceiling in terms of number of Shares specified above shall be deemed to be increased to the extent of such additional Shares required to be issued.

RESOLVED FURTHER THAT in case the Shares of the Company are either sub-divided or consolidated, the number of Shares to be allotted and the price of acquisition payable by the eligible employees under the PSOP-2023 shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value per Share shall bear to the revised face value of the Shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said eligible employees.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SEBI (SBEB and Sweat Equity) Regulations and any other applicable laws and regulations to the extent relevant and applicable to the PSOP-2023.

RESOLVED FURTHER THAT the Board be and is hereby authorised on behalf of the Company, to create, offer, grant Options under the PSOP-2023 to the eligible employees of the Company in one or more tranches, from time to time, issue and procure the listing of the Shares to be allotted upon exercise of Options proposed under the PSOP-2023, subject to the aforesaid ceiling, on the stock exchange(s) where the Shares of the Company are listed in due compliance with SEBI (SBEB and Sweat Equity) Regulations and other applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing, the Board be and is hereby authorised to act on behalf of the Company, without being required to specifically seek any further consent or approval of the shareholders of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and to do all such acts, deeds, matters and things or to settle any questions, difficulties or doubts that may arise in this regard, as the Board may at its absolute discretion deem necessary or desirable for such purpose, and pay fees and commission and incur expenses in relation thereto, including without limitation the drafting, finalization, entering into and execution of any arrangements, agreements, documents, instruments, writings, and to give such directions and / or instructions as may be necessary, proper or expedient to give effect to such modifications to PSOP-2023 as may be necessary pursuant to this resolution for the increase in the number of Options thereunder and to delegate its authority under this resolution to any committee or executive / officer of the Company as the Board may deem fit."

2. Revision of the remuneration of Mr. Shekhar Bajaj (DIN: 00089358), Executive Chairman of the Company and, in this regard, to consider and, if thought fit, pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Rules made thereunder and Schedule V to the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), and in partial modification of the Special Resolution passed by the Members through postal ballot on October 12, 2022 relating to the re-designation and appointment of Mr. Shekhar Bajaj (DIN: 00089358) as Executive Chairman, in the category of a whole-time director (designated as



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"Chairman") of Bajaj Electricals Limited ("Company"), for a term of five (5) years commencing from August 12, 2022, and without otherwise affecting the validity and continued operation of the said Special Resolution, approval of the Members be and is hereby accorded for the revision in the remuneration payable to Mr. Shekhar Bajaj, Executive Chairman, with effect from August 12, 2026, for the balance period of his current term, i.e., up to August 11, 2027, as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of remuneration (including fixed salary, incentives & increments thereto and retirement benefits) payable to Mr. Shekhar Bajaj during his tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided, however, that any such increase shall not exceed any amount permitted to be paid to Mr. Shekhar Bajaj under applicable law without obtaining requisite approvals.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained hereinabove or in the terms and conditions of his appointment, where in any financial year, during the tenure of Mr. Shekhar Bajaj, as an Executive Chairman, in the category of a whole-time director, the Company has no profits or its profits are inadequate, the remuneration payable to Mr. Shekhar Bajaj shall be as per the provisions of Schedule V of the Act and the rules made thereunder or any statutory modification or re-enactment thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and sign deeds, documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for such purpose including giving effect to this resolution, including agreeing to such amendment(s)/modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board, with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard in conformity with the provisions of the Act, SEBI Listing Regulations, the Memorandum and Articles of Association of the Company and other applicable laws."

and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Rules made thereunder and Schedule V to the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), and in partial modification of the Special Resolution passed by the Members through postal ballot on June 18, 2025 relating to the appointment of Mr. Sanjay Sachdeva (DIN: 11017868) as the Managing Director & Chief Executive Officer of Bajaj Electricals Limited ("Company"), for a term of three (3) years commencing from April 15, 2025, and without otherwise affecting the validity and continued operation of the said Special Resolution, approval of the Members be and is hereby accorded for the revision in the remuneration payable to Mr. Sanjay Sachdeva, Managing Director & Chief Executive Officer, with effect from April 15, 2026, for the balance period of his current term, i.e., up to April 14, 2028, as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of remuneration (including fixed salary, incentives & increments thereto and retirement benefits) payable to Mr. Sanjay Sachdeva during his tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided, however, that any such increase shall not exceed any amount permitted to be paid to Mr. Sanjay Sachdeva under applicable law without obtaining requisite approvals.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained hereinabove or in the terms and conditions of his appointment, where in any financial year, during the tenure of Mr. Sanjay Sachdeva as the Managing Director and Chief Executive Officer of the Company, the Company has no profits or its profits are inadequate, the remuneration payable to Mr. Sanjay Sachdeva shall be as per the provisions of Schedule V of the Act and the rules made thereunder or any statutory modification or re-enactment thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and sign deeds, documents, letters and such other papers

3. Revision of the remuneration of Mr. Sanjay Sachdeva (DIN: 11017868), Managing Director & Chief Executive Officer of the Company and, in this regard, to consider



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as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for such purpose including giving effect to this resolution, including agreeing to such amendment(s)/modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board, with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard in conformity with the provisions of the Act, SEBI Listing Regulations, the Memorandum and Articles of Association of the Company and other applicable laws.”

4. Revision of the remuneration of Mrs. Pooja Anant Bajaj (DIN: 08254455), Whole-time Director (designated as ‘Executive Director’) of the Company and, in this regard, to consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Rules made thereunder and Schedule V to the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), and in partial modification of the Special Resolution passed by the Members at the Annual General Meeting of Bajaj Electricals Limited (“Company”) held on August 6, 2024, relating to the appointment of Mrs. Pooja Anant Bajaj (DIN: 08254455) as a Whole-time Director (designated as ‘Executive Director’) of the Company, for a term of five (5) years commencing from May 14, 2024, and without otherwise affecting the validity and continued operation of the said Special Resolution, approval of the Members be and is hereby accorded for the revision in the remuneration payable to Mrs. Pooja Anant Bajaj, Whole-time Director, with effect from May 14, 2026, for the balance period of her current term, i.e., up to May 13, 2029, as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) be and is hereby authorised to vary, alter, enhance, or widen the scope of remuneration (including fixed salary, incentives &

increments thereto and retirement benefits) payable to Mrs. Pooja Anant Bajaj during her tenure to the extent permitted under Section 197 read with Schedule V of the Act and other applicable provisions, if any, of the Act, without being required to seek any further consent or approval of the Members of the Company or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution, provided, however, that any such increase shall not exceed any amount permitted to be paid to Mrs. Pooja Anant Bajaj under applicable law without obtaining requisite approvals.

RESOLVED FURTHER THAT notwithstanding anything to the contrary contained hereinabove or in the terms and conditions of her appointment, where in any financial year, during the tenure of Mrs. Pooja Anant Bajaj as the Whole-time Director of the Company, the Company has no profits or its profits are inadequate, the remuneration payable to Mrs. Pooja Anant Bajaj shall be as per the provisions of Schedule V of the Act and the rules made thereunder or any statutory modification or re-enactment thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and sign deeds, documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for such purpose including giving effect to this resolution, including agreeing to such amendment(s)/modification(s) in the aforesaid clauses as may be required by any authority or as may be deemed fit by the Board, with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard in conformity with the provisions of the Act, SEBI Listing Regulations, the Memorandum and Articles of Association of the Company and other applicable laws.”

By Order of the Board of Directors
of Bajaj Electricals Limited

Prashant A. Dalvi
Chief Compliance Officer & Company Secretary
ICSI Membership No. A51129

Mumbai, August 6, 2026

Notes:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act and the rules made thereunder, setting out the material facts and reasons for the proposed resolutions, is appended to this Notice.
2. In compliance with the MCA Circulars, this Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members or the List of Beneficial Owners maintained by the Company or as

received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) (collectively, “Depositories”), as on Wednesday, September 30, 2026 (the “Cut-off Date”), and whose e-mail addresses are registered with the Company or the Depositories. Members who have not registered their e-mail addresses are requested to follow the instructions set out under Note No. 9 below.



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3. In accordance with the MCA Circulars, physical copies of this Notice will not be sent to Members for this Postal Ballot. Members are requested to record their assent (FOR) or dissent (AGAINST) exclusively through the Remote e-Voting process, no later than 5:00 P.M. IST on Wednesday, November 4, 2026. Votes not cast by this deadline shall not be considered, and it shall be deemed that no vote has been received from such Member.
4. Only those Members whose names appear in the Register of Members or the List of Beneficial Owners, as received from the Depositories as of the Cut-off Date, shall be entitled to vote on the resolutions set forth in this Notice. A person who is not a Member as of the Cut-off Date should treat this Postal Ballot Notice as information only.
5. In compliance with the provisions of Sections 108 and 110 of the Act read with the rules made thereunder, the Company is providing a Remote e-Voting facility to all its Members. For this purpose, the Company has engaged MUFG Intime India Private Limited, formerly known as Link Intime India Private Limited ("MUFG InTime"), as the agency to facilitate Remote e-Voting, enabling Members to cast their votes electronically.
6. This Postal Ballot Notice will also be available on the Company's website at www.bajajelectricals.com, on the websites of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com respectively, and on the website of MUFG InTime at <https://instavote.linkintime.co.in>.
7. All material documents referred to in the Explanatory Statement shall be available for inspection by Members through electronic mode from Tuesday, October 6, 2026 to Wednesday, November 4, 2026, upon a written request sent to legal@bajajelectricals.com, stating the Member's name, Folio Number or Client ID and DP ID, and specifying the documents sought for inspection, along with a self-attested copy of the Member's PAN card.
8. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on Wednesday, September 30, 2026, being the Cut-off Date fixed for this purpose.
9. Members holding shares in physical form who have not registered their e-mail addresses with the Company may do so by visiting www.in.mpms.mufg.com and clicking on the link https://web.in.mpms.mufg.com/EmailReg/Email_Register.html under the Investor Services tab, selecting the "E-mail Registration" option and updating their details including name, folio number, certificate number, PAN, mobile number and e-mail address, along with an upload of a scanned copy of the share certificate (front and back) in PDF or JPEG format (up to 1MB). Members holding shares in dematerialised form are requested to update their e-mail addresses directly with their respective Depository Participants. For any queries or assistance in registering e-mail addresses, Members may write to enotices@in.mpms.mufg.com or contact the helpline at Tel: 022-49186000.
10. The Scrutinizer shall submit the report to the Chairman of the Company or any other person duly authorised by him, upon completion of the scrutiny of votes cast through Remote e-Voting. The results of the Postal Ballot shall be announced on or before Friday, November 6, 2026, within two working days from the last date of Remote e-Voting. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Wednesday, November 4, 2026, being the last date specified by the Company for Remote e-Voting.
11. The results of the Postal Ballot, along with the Scrutinizer's Report, shall be communicated to BSE and NSE and uploaded on the Company's website at www.bajajelectricals.com and on the website of MUFG InTime at <https://instavote.linkintime.co.in>. The said results shall also be made available for inspection at the registered office and the corporate office of the Company.
12. **Remote e-Voting Instructions for Members:** Appended separately at the end of this Notice, which forms an integral part of this Notice. In these Remote e-Voting Instructions, references to 'shareholders' shall be read as references to 'Members' as defined in the Postal Ballot Notice.

EXPLANATORY STATEMENT

Item No.1

Bajaj Electricals Limited ("Company") considers equity-based compensation to be a fundamental element of its remuneration framework, designed to align employee incentives with the long-term growth and shareholder value objectives of the Company through equity participation.

In furtherance of fostering a culture of employee ownership and with a view to attracting, retaining, motivating and incentivising employees of the Company, pursuant to the approvals of its

shareholders obtained on July 29, 2015 and January 25, 2024, respectively, had approved employee stock option schemes, namely Employee Stock Option Plan 2015 ("ESOP 2015") and Bajaj Electricals Limited - Performance Stock Option Plan- 2023 ("PSOP-2023"). The current balance pool available under ESOP 2015 and PSOP-2023 stands at 13,00,398 Options and 1,68,509 employee stock options ("Options"), respectively.



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It is now proposed to discontinue and terminate ESOP 2015, and to designate PSOP-2023 as the sole operative employee stock option scheme of the Company under which all future grants shall be made.

In order to ensure sufficient availability of Options for future grants under PSOP-2023, and to continue supporting the attraction, retention, and incentivization of key talents, it is proposed to increase the existing Option pool under PSOP-2023 from 5,75,510 (Five Lakh Seventy-Five Thousand Five Hundred Ten only) Options, representing approximately 0.50% of the paid-up equity share capital of the Company, to 30,02,559 (Thirty Lakh Two Thousand Five Hundred Fifty-Nine) Options, representing approximately 2.60% of the paid-up equity share capital of the Company.

The Nomination and Remuneration Committee and Board of Directors of the Company believe that proposed enhancement of the Option pool is expected to cater to the Company's equity incentive requirements over the next 3 to 4 years, based on the Company's current workforce, anticipated hiring plans,

leadership development initiatives and retention requirements and shall support the Company's long-term talent strategy.

The proposed modifications to PSOP-2023 are in compliance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI (SBEB and Sweat Equity) Regulations") and are not prejudicial to the interests of the employees and other stakeholders. The beneficiaries of these amendments shall be the existing and future option grantees, to the extent applicable.

Pursuant to the recommendation of the Nomination Remuneration Committee ("Committee") at its meeting held on August 6, 2026, the Board of Directors ("Board") at its meeting held on August 6, 2026 has approved the proposed amendment to the PSOP-2023, subject to the shareholders' approval. Accordingly, the proposed amendment to PSOP-2023 to increase the total number of Options available thereunder is now being placed before the shareholders for their consideration and approval in accordance with applicable laws.

Key variation in the PSOP-2023

Details of the key variation proposed to PSOP-2023 are provided below:

Clause reference	Existing clause of PSOP-2023	Proposed amendments in PSOP-2023
Clause 3.1	"Subject to Clause 10.1 and 10.2 of the Plan, the Shareholders of the Company by way of special resolution dated January 25, 2024 approved the Plan authorizing the Committee to Grant not exceeding 5,75,510 Options to the Eligible Employees in one or more tranches, from time to time, which represents approximately 0.50% of the Issued, subscribed and fully paid up equity share capital of the Company as on January 25, 2024 with each such Option conferring a right upon such Eligible Employees to apply for one Share in the Company in accordance with the terms and conditions as may be decided under the Plan."	"Subject to Clause 10.1 and 10.2 of the Plan, the Shareholders of the Company by way of special resolution dated January 25, 2024 approved the Plan authorizing the Committee to Grant not exceeding 5,75,510 Options to the Eligible Employees in one or more tranches, from time to time, which represents approximately 0.50% of the Issued, subscribed and fully paid up equity share capital of the Company as on January 25, 2024 with each such Option conferring a right upon such Eligible Employees to apply for one Share in the Company in accordance with the terms and conditions as may be decided under the Plan. The shareholders of the Company, by way of special resolution dated November 4, 2026, further authorised the Committee to Grant additional 24,27,049 (Twenty-Four Lakh Twenty-Seven Thousand Forty-Nine) Options to Eligible Employees, in one or more tranches, from time to time, under the PSOP-2023, which in aggregate exercisable into not more than 30,02,559 (Thirty Lakh Two Thousand Five Hundred Fifty-Nine) Shares of a face value of INR 2/- (Rupees Two only) each fully paid-up, with each such Option conferring a right upon the Option Grantee to apply for one Share of the Company in accordance with the terms and conditions as may be decided by the Committee in accordance with the provisions of Plan and in due compliance with Applicable Law."

In case of any corporate action(s) such as rights issue, bonus issue, merger, change in capital structure and others, if any

additional employee stock options of the Company are to be issued to the Employees for the purpose of making a fair and



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reasonable adjustment to the stock options issued to them, the above ceiling in terms of number of equity shares shall be deemed to be increased in proportion to the additional equity shares issued in the aforesaid corporate action(s).

In case the equity shares of the Company are either sub-divided or consolidated, then the number of equity shares to be issued by the Company and the price of acquisition payable by the grantees under PSOP-2023 shall automatically stand increased or reduced as the case may be, in the same proportion as the present face value of INR 2/- (Rupees Two only) per equity share shall bear to the revised face value of the equity shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the grantees and the ceiling in terms of number of shares/options specified above shall be deemed to be adjusted accordingly.

In terms of Section 62(1)(b) of the Act and other applicable provisions, if any, of the Act read with relevant rules made thereunder and Regulation 7(1) and other applicable provisions of SEBI (SBEB and Sweat Equity) Regulations, the variation or amendment to the terms of the PSOP-2023 require approval of the shareholders by way of a special resolution. Therefore, the approval of the shareholders of the Company is being sought to

Item No.2

Mr. Shekhar Bajaj (DIN: 00089358) was re-designated and appointed as the Executive Chairman of the Company, in the category of a Whole-time Director and designated as the "Chairman", for a fresh term of five (5) years commencing from August 12, 2022, pursuant to a Special Resolution passed by the Members through postal ballot on October 12, 2022.

In light of the implementation of the applicable labour codes, the Board of Directors of the Company, at its meeting held on August 6, 2026, based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the Members by way of postal ballot, approved a revision in the remuneration structure of the Whole-time Directors of the Company, namely the Executive Chairman, the Managing Director & Chief Executive Officer, and the Executive Director.

Mr. Shekhar Bajaj had humbly requested that no increase be granted in his existing remuneration. Accordingly, while the overall remuneration payable to him remains unchanged, certain components of his remuneration have been restructured solely to align with the requirements arising from the implementation of the applicable labour codes.

Consequently, subject to the approval of the Members, the revised terms of remuneration payable to Mr. Shekhar Bajaj, with effect from August 12, 2026, for the remainder of his current term ending on August 11, 2027, shall be as follows:

a) **Basic Salary:** ₹20,00,000/- per month. Annual and accelerated increments may be decided by the Nomination & Remuneration Committee and/or the Board

pass special resolution as set out at item no. 1. The Board is of the opinion that the resolution stated in the accompanying notice is in the best interest of the Company and its shareholders and, hence, recommends special resolution for approval by the shareholders of the Company.

The copies of the related documents will be open for inspection by the shareholders of the Company at the registered office of the Company on all working days, during business hours up to the last date of remote e-voting.

None of the Directors and Key Managerial Personnel of the Company or their relatives are in any way (or may be deemed to be) concerned or interested financially or otherwise, in the resolution set out at Item No. 1 of the postal ballot notice except to the extent of the Options which may be granted to them under PSOP-2023 and to the extent of their shareholding in the Company.

The Board, based on the recommendation of the Committee, recommends the special resolution as set out at Item No. 1 of the postal ballot notice for approval of the shareholders of the Company.

of Directors, based on merit and taking into account the Company's performance for the year.

- b) **Perquisites:** In addition to Salary the following perquisites will also be paid and/or provided to him. Valuation of all perquisites shall be done in accordance with the provisions of the Income Tax Act, 1961 and rules made thereunder. In the absence of any such rule, perquisites shall be evaluated at actual cost.
- Leave Travel Concession: ₹99,996/- per annum.
 - Conveyance Allowance: ₹9,00,000/- per annum.
 - Other Allowance (includes Flexi Pay**): ₹7,82,004/- per annum.
[**The Chairman shall have the option to allocate amounts from the 'Other Allowance' component under various permissible heads—such as Leave Travel Allowance (LTA), telephone expenses (including landline, mobile, and home Wi-Fi), annual health check-up, books and periodicals, children's education allowance, and children's hostel expenses (as reimbursement)—in order to efficiently manage his income tax liability in accordance with the applicable provisions and rules under the Income Tax Act, 1961.]
 - House Rent Allowance (HRA) or Residential Accommodation: ₹4,01,667/- per month or the actual perquisite value of the Company owned/provided fully furnished residential accommodation, whichever is higher.
 - Provident Fund (PF): The contribution towards Provident Fund as per the rules of the Company, will not be included in the computation of the ceiling on



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perquisites to the extent not taxable under the Income Tax Act, 1961 (at present, this is limited to 12% of the Basic Salary).

- vi. Superannuation: 15% of the Basic Salary.
 - vii. Gratuity: As per the rules of the Company.
 - viii. Medical Expenses Reimbursement: Reimbursement of medical expenses actually incurred for self and family members subject to a ceiling of one month's Salary in a year or five months' Salary over a period of five years.
 - ix. Medical Examination: As per Rules of the Company.
 - x. Telephone: Expenses towards usage of telephones installed at residence will be reimbursed by the Company at actual.
 - xi. Mobile Phone: Reimbursement of Mobile expenses at actual.
 - xii. Car: Provision of car for use of Company's business with reimbursement of fuel, maintenance and driver salary as per the rules of the Company.
 - xiii. Leave and encashment of unavailed leave: As per rules of the Company.
 - xiv. Entertainment Expenses: Reimbursement of entertainment expenses incurred in the course of business of the Company.
 - xv. Clubs Membership: Membership of two clubs, the admission and annual membership fee whereof shall be borne by the Company.
 - xvi. Other perquisites and emoluments, including Group Medclaim, Group Personal Accident Insurance and Group Term Life Insurance, as per the rules of the Company.
- c) Commission: Commission at the rate of two per cent (2%) of the net profits of the Company or ₹10 crore per annum, whichever is less (payable after adoption of the annual accounts for that financial year by the Shareholders in the AGM).
- d) Minimum Remuneration: The total remuneration payable to the Executive Chairman as aforesaid shall not exceed the overall limits laid down under Sections 196, 197, 203 of the Companies Act, 2013 ("the Act"). In the event of loss or inadequacy of profits in any year during the aforesaid tenure, the Executive Chairman shall be paid the remuneration including performance incentive which shall be governed by the limits set out in Schedule V to the Act or any amendment thereof.
- e) Severance fees: Not applicable.
- f) Notice period: Three (3) months.
- g) Other terms: The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors (which includes the Nomination & Remuneration Committee of the Board of Directors) as it may, in its discretion, deem fit within the minimum remuneration payable to the Executive Chairman in

accordance with the provisions of the Act or any amendments made hereinafter in this regard.

The above terms shall be subject to the applicable provisions of the Companies Act, 2013 (the "Act"), the Rules made thereunder, and the approval of the Members.

The Members may also note that, in terms of Section 196 read with Schedule V to the Act, the appointment or re-appointment of a Whole-time Director who has attained the age of 70 years requires the approval of the Members by way of a Special Resolution. Mr. Shekhar Bajaj, aged about 78 years, is one of the Promoters of the Company and has been associated with the Company since 1980. He was appointed as the Managing Director of the Company on November 1, 1984 and possesses rich and varied experience in the industry in which the Company operates. He has been at the helm of the affairs of the Company for over four decades, during which period the Company has achieved significant growth in both its top line and bottom line and expanded its footprint in international markets. Considering Mr. Shekhar Bajaj's background, educational qualifications, experience, responsibilities and contribution to the growth and success of the Company, his appointment as the Executive Chairman, in the category of a Whole-time Director and designated as the "Chairman", was approved by the Members pursuant to a Special Resolution passed through postal ballot on October 12, 2022. The said approval shall continue to remain valid during his current term of office.

Mr. Shekhar Bajaj is not disqualified from being appointed as a Director in terms of Section 164 of the Act. In accordance with the terms of his appointment, he shall not be liable to retire by rotation.

The remuneration payable to Mr. Shekhar Bajaj was determined taking into account the terms and conditions of his appointment, the responsibilities and duties entrusted to him, his experience and contribution to the growth and management of the Company, comparable industry remuneration practices, and the overall remuneration framework of the Company. Since the present revision does not involve any increase in his overall remuneration, the revised structure merely gives effect to the restructuring of certain remuneration components necessitated by the implementation of the applicable labour codes.

Additional information in respect of Mr. Shekhar Bajaj, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), and the Secretarial Standard on General Meetings, is provided in Annexure A to this Notice.

The remuneration payable to Mr. Shekhar Bajaj shall be within the limits prescribed under Section 197 read with Schedule V and other applicable provisions of the Act. However, by way of abundant caution and in view of the relevant provisions relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V to the Act, which, inter alia, provide that, in the event of loss or inadequacy of profits, remuneration may be paid to managerial personnel in



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accordance with the provisions of Schedule V to the Act. The information required under Paragraph B of Section II of Part II of Schedule V to the Act is set out in Annexure B to this Notice.

The terms and conditions set out under Item No. 2 of this Notice may also be treated as a written memorandum setting out the terms of remuneration of Mr. Shekhar Bajaj pursuant to Section 190 of the Act.

Except Mr. Shekhar Bajaj, who is financially interested in the resolution to the extent of the remuneration payable to him, and

Item No.3

Mr. Sanjay Sachdeva (DIN: 11017868) was appointed as the Managing Director & Chief Executive Officer of the Company for a term of three (3) years commencing from April 15, 2025, pursuant to a Special Resolution passed by the Members through postal ballot on June 18, 2025.

In light of the implementation of the applicable labour codes, the Board of Directors of the Company, at its meeting held on August 6, 2026, based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the Members by way of postal ballot, approved a revision in the remuneration structure of the Whole-time Directors of the Company, namely the Executive Chairman, the Managing Director & Chief Executive Officer, and the Executive Director.

While considering the remuneration structure of Mr. Sanjay Sachdeva, the Board noted that there would be no change in his fixed salary component. The proposed revision primarily reflects the rationalisation and restructuring of certain remuneration components in light of the implementation of the applicable labour codes, a revision in variable pay opportunities, and the further alignment of long-term incentives with the Company's strategic objectives, performance and sustained value creation for stakeholders.

Consequently, subject to the approval of the Members, the revised terms of remuneration payable to Mr. Sanjay Sachdeva, with effect from April 15, 2026, for the remainder of his current term ending on April 14, 2028, shall be as follows:

I. Fixed Pay

- A. During the Term, the Company shall pay the Managing Director & Chief Executive Officer an annual fixed salary of ₹5,17,27,500/- [comprising an annual Basic Salary of ₹1,92,50,000/-, annual House Rent Allowance (HRA) of ₹2,37,08,748/-, annual Leave Travel Concession of ₹99,996/-, annual Conveyance Allowance of ₹9,00,000/- and annual Other Allowance (including Flexi Pay) of ₹77,68,752/-], as compensation for his services (the "Fixed Pay").

Mrs. Pooja Anant Bajaj, being his daughter-in-law, none of the other Directors or Key Managerial Personnel ("KMPs") of the Company, or their respective relatives, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 2 of this Notice for approval by the Members.

- B. The Fixed Pay will be paid monthly in accordance with the Company's normal payroll practices and be subject to the usual withholdings and components as required and decided by the Company. To clarify, this is not subject to profit earned by the Company.

II. Retiral Benefits

The following perquisites or retiral benefits (the "Retiral Benefits") shall also be paid and/or provided to the Managing Director & Chief Executive Officer, the valuation of which shall be made in accordance with the provisions of the Income Tax Act, 1961 and the rules framed thereunder, and in the absence of any such rules, valuation shall be done at actual cost:

- A. Provident Fund: Contribution towards the Provident Fund shall be made as per the rules of the Company and shall not be included in the computation of the ceiling on perquisites, to the extent it is not taxable under the Income Tax Act, 1961 (currently limited to 12% of the Basic Salary).
- B. Gratuity: Payable as per the rules of the Company. [Note: In case the contract term of the Managing Director & Chief Executive Officer ends before the minimum term eligibility for Gratuity payment as per our gratuity rules, the eligible amount will be paid to the Managing Director & Chief Executive Officer as an Ex-gratia at the end of the Term, subject to applicable tax.]

III. Incentive Pay

- A. Based on the evaluation of the Managing Director & Chief Executive Officer's individual performance and the Company's achievement of certain milestones, as determined and approved annually by the Board, and at the sole discretion of the Company from time to time, the Managing Director & Chief Executive Officer shall be eligible to receive an annual incentive pay ("Incentive Pay") of ₹2,31,58,928/-, less applicable withholdings if any. Accelerated increments or increases may be granted by the Board at its absolute discretion from time to time.



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- B. The Incentive Pay shall be paid as soon as practicable after the Board determines that it has been earned; however, in no event shall the Incentive Pay be paid later than October 31st of the calendar year following the closure of the Company's financial year in which the Incentive Pay was earned.
- C. To be eligible to receive Incentive Pay for a particular year, the Managing Director & Chief Executive Officer must be employed with the Company (and not serving notice period) on the date of disbursement of the Incentive Pay as decided by the Company, or must be in employment up to the last working day.
- D. Incentive Pay shall be paid only upon approval by the Board.
- E. Notwithstanding anything contained herein, the Managing Director & Chief Executive Officer may, at the sole and absolute discretion of the Company, be considered for participation in the Company's annual performance incentive plan, scheme or policy, as approved, amended and administered from time to time by the Board of Directors and/or the Nomination and Remuneration Committee ('NRC'). The grant, eligibility, determination, quantum and payment of any performance incentive shall be based on such criteria as may be prescribed by the Company, including, without limitation, the financial and operational performance of the Company, achievement of business and strategic objectives, the Managing Director & Chief Executive Officer's individual performance, conduct and contribution, compliance with applicable laws, policies and codes of conduct, and such other parameters as may be determined by the Board, NRC and/or Management. Any target incentive, indicative payout, projected incentive opportunity or communication relating thereto shall be indicative only and shall not confer upon the Managing Director & Chief Executive Officer any vested right, accrued benefit, contractual entitlement, legitimate expectation or guarantee of payment. The payment of any incentive shall be subject to, inter alia, the Company's performance, availability of funds, requisite corporate and statutory approvals, and the Managing Director & Chief Executive Officer remaining in continuous employment and in good standing with the Company on the applicable payout date. The Board, NRC and/or the Company shall have the unrestricted right to determine, modify, reduce, defer, withhold, recover, cancel or deny any incentive, in whole or in part, and their decision in this regard shall be final, conclusive and binding upon the Managing Director & Chief Executive Officer.
- A. Subject to the approval of the Nomination & Remuneration Committee ("NRC") of the Board, and in accordance with the terms and conditions of the 'Bajaj Electricals Limited – Performance Stock Option Plan – 2023' ("PSOP-2023") and Applicable Laws, and as per the vesting schedule and vesting conditions specified by the NRC at the time of grant of options, the Managing Director & Chief Executive Officer shall be eligible to receive an annual grant of such number of performance stock option(s) under the PSOP-2023, having a market value of Equity Shares equal to or not less than ₹1,65,00,000/- at the date of grant of such options. Such options should entitle the Managing Director & Chief Executive Officer, but shall not obligate him, to purchase or subscribe to the Equity Shares of the Company at a future date at a pre-determined exercise price, which shall be the face value of the Equity Share of the Company, i.e., ₹2/- per Equity Share. At the grant date, NRC will set annual performance targets/parameters to be achieved by the Company. Options which do not vest on vesting date on account of non-fulfilment of performance targets shall automatically lapse, without any obligations whatsoever on the Company (including the Board or NRC) and no rights in that regard will accrue to the Managing Director & Chief Executive Officer after such date.
- B. The number of shares that will be granted/vested under each PSOP shall be calculated considering the Managing Director & Chief Executive Officer's successful completion of each full year with the Company. The actual grant of the stock options under PSOP-2023 will be decided by the NRC and may vary at the time of the grant and shall be specified in "Letter of the Grant" issued to the Managing Director & Chief Executive Officer on year-on-year basis subject to terms of PSOP-2023. The NRC reserves the right to amend or modify the details provided herein. Once granted, the options will be subject to the terms and conditions of the PSOP-2023 and Applicable Laws.

V. Profit-Sharing Commission

- A. The Managing Director & Chief Executive Officer shall be eligible to receive a profit-sharing commission at the rate of seventy-five hundredths percent (0.75%) of the net profits of the Company, payable after the adoption of the annual accounts for that financial year by the shareholders at the Annual General Meeting ("Profit-Sharing Commission"), subject to the following terms:
- i. The Profit-Sharing Commission shall be payable to the Managing Director & Chief Executive Officer subject to all applicable

IV. Performance Stock Option(s)



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deductions under the Company's policies and applicable taxes.

- ii. In order to be eligible to receive the ProfitSharing Commission for a particular year, the Managing Director & Chief Executive Officer must be employed with the Company (and not serving a notice period) on the date of disbursement of the Profit-Sharing Commission, as decided by the Company, or shall be in employment up to the last day.

- B. For the purposes of this Section, 'net profits' shall mean the net profits of the Company as calculated in accordance with Section 198, read with Section 197, of the Companies Act, 2013.

VI. Retention Bonus

The Managing Director & Chief Executive Officer shall be eligible to receive a Retention Bonus of ₹2 Crores, subject to applicable tax deductions and any other deductions as required under Applicable Laws, and such Retention Bonus shall be payable only upon completion of the Term, provided there is no termination or separation from the Company.

VII. Insurance Benefits

The Managing Director & Chief Executive Officer shall be covered under the following insurance policies:

- A. Group Medical Insurance – Coverage of up to ₹20 lakh, (for the Managing Director & Chief Executive Officer, and his spouse, two dependent children, and up to one set of parents or in-laws)
- B. Group Term Life – Coverage of up to ₹2.5 Crore, applicable to the Managing Director & Chief Executive Officer only.
- C. Group Personal Accident Insurance - Coverage of up to ₹2.4 Crore, applicable to the Managing Director & Chief Executive Officer only.
- D. Employee Deposit Linked Insurance - Coverage of up to ₹7.02 lakh, applicable to the Managing Director & Chief Executive Officer only.

VIII. Provision for 'Flexible Allowance Allocation'

The Managing Director & Chief Executive Officer shall have the option to allocate amounts from the 'Other Allowance' component under various permissible heads—such as Leave Travel Allowance (LTA), telephone expenses (including landline, mobile, and home Wi-Fi), annual health check-up, books and periodicals, children's education allowance, and children's hostel expenses (as reimbursement)—in order to efficiently manage his

income tax liability in accordance with the applicable provisions and rules under the Income Tax Act, 1961.

IX. Vehicle / Car

- A. The Managing Director & Chief Executive Officer shall be provided with a Company car valued between ₹60 to 65 lakh.
- B. The Company will reimburse the Managing Director & Chief Executive Officer all costs/charges incurred for driver, fuel and maintenance in relation the Company car during the Term, subject to submission of bills by the Managing Director & Chief Executive Officer and approval of the Chairman.

X. Club membership

The Managing Director & Chief Executive Officer shall be provided membership to a club, and the admission fee as well as the annual membership fees shall be borne by the Company.

XI. National Pension Scheme and Superannuation

The Managing Director & Chief Executive Officer shall have the discretion to opt for investment in the National Pension Scheme and Superannuation as per the prescribed policy and rules. In case the Managing Director & Chief Executive Officer wishes to opt for investment in the National Pension Scheme and Superannuation, such investment shall be subject to such limits respectively of the Basic Salary and such amounts shall be computed under head 'Other Allowance' and in accordance with the applicable policies and rules of the Company.

XII. Severance Fees

No severance fees shall be paid/payable by the Company to the Managing Director & Chief Executive Officer.

XIII. Notice Period

Three (3) months.

The above terms shall be subject to the applicable provisions of the Companies Act, 2013 (the "Act"), the Rules made thereunder, and the approval of the Members.

Mr. Sanjay Sachdeva possesses extensive experience in leadership, business management, strategy and operations. Since joining the Company, he has been responsible for providing strategic leadership and overseeing the overall management and affairs of the Company, with a focus on driving sustainable growth, operational excellence, innovation and stakeholder value creation.

Considering his qualifications, experience, expertise, responsibilities and contribution to the business and operations



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of the Company, the Members approved his appointment as the Managing Director & Chief Executive Officer of the Company pursuant to a Special Resolution passed through postal ballot on June 18, 2025. The said approval shall continue to remain valid during his current term of office.

Mr. Sanjay Sachdeva is not disqualified from being appointed as a Director in terms of Section 164 of the Act. In accordance with the terms of his appointment, he shall continue to be liable to retire by rotation.

The remuneration payable to Mr. Sanjay Sachdeva was determined taking into account the terms and conditions of his appointment, the responsibilities and duties entrusted to him, his experience and contribution to the growth and management of the Company, comparable industry remuneration practices, and the overall remuneration framework of the Company. The proposed revision has also been considered having regard to the restructuring of remuneration components necessitated by the implementation of the applicable labour codes, the revision in variable pay opportunities, and the alignment of long-term incentives with the Company's strategic and performance objectives.

Additional information in respect of Mr. Sanjay Sachdeva, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), and the Secretarial Standard on General Meetings, is provided in Annexure A to this Notice.

The remuneration payable to Mr. Sanjay Sachdeva shall be within the limits prescribed under Section 197 read with Schedule V and other applicable provisions of the Act. However, by way of abundant caution and in view of the relevant

Item No.4

Mrs. Pooja Anant Bajaj (DIN: 08254455) was appointed as a Whole-time Director of the Company, designated as the "Executive Director", for a term of five (5) years commencing from May 14, 2024, pursuant to a Special Resolution passed by the Members at the Annual General Meeting held on August 6, 2024.

In light of the implementation of the applicable labour codes, the Board of Directors of the Company, at its meeting held on August 6, 2026, based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the Members by way of postal ballot, approved a revision in the remuneration structure of the Whole-time Directors of the Company, namely the Executive Chairman, the Managing Director & Chief Executive Officer, and the Executive Director.

While considering the remuneration structure of Mrs. Pooja Anant Bajaj, the Board took into account her expanded role and enhanced responsibilities in leading the Company's Corporate Social Responsibility ("CSR") and Environmental, Social and Governance ("ESG") agenda. The Board also noted her

provisions relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V to the Act, which, inter alia, provide that, in the event of loss or inadequacy of profits, remuneration may be paid to managerial personnel in accordance with the provisions of Schedule V to the Act. The information required under Paragraph B of Section II of Part II of Schedule V to the Act is set out in Annexure B to this Notice.

The Agreement setting out the existing terms and conditions of appointment and remuneration of Mr. Sanjay Sachdeva as the Managing Director & Chief Executive Officer of the Company for a period of three (3) years with effect from April 15, 2025, is available on the Company's website at: https://cdn.shopify.com/s/files/1/0881/0849/9244/files/Draft_Agreement_MD_and_CEO_BEL.pdf?v=1747633432. The terms and conditions set out under Item No. 3 of this Notice may also be treated as a written memorandum setting out the revised terms of remuneration of Mr. Sanjay Sachdeva for the purposes of Section 190 of the Companies Act, 2013. Subject to the approval of the Members, the aforesaid Agreement shall be amended to the extent of the revisions proposed herein, while all other terms and conditions thereof shall remain unchanged.

Except Mr. Sanjay Sachdeva, who is financially interested in the resolution to the extent of the remuneration payable to him, none of the other Directors or Key Managerial Personnel ("KMPs") of the Company, or their respective relatives, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this Notice, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 3 of this Notice for approval by the Members.

contribution towards strengthening the Company's sustainability framework, social impact initiatives, stakeholder engagement, governance practices and long-term value creation.

The proposed revision in remuneration is intended to appropriately recognise her enhanced responsibilities and contribution in the areas of CSR and ESG, while also rationalising and restructuring certain remuneration components in light of the implementation of the applicable labour codes, revising the variable pay structure, and strengthening the alignment of long-term incentives with the Company's strategic objectives, sustainability goals and sustained value creation for stakeholders.

Consequently, subject to the approval of the Members, the revised terms of remuneration payable to Mrs. Pooja Anant Bajaj, with effect from May 14, 2026, for the remainder of her current term ending on May 13, 2029, shall be as follows:

- a) Basic Salary: ₹1,73,775/- per month.

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- b) House Rent Allowance (HRA) or Residential Accommodation: ₹1,44,064/- per month or the actual perquisite value of the Company owned/provided fully furnished residential accommodation, whichever is higher.
- c) Leave Travel Concession: ₹8,333/- per month.
- d) Conveyance Allowance: ₹75,000/- per month.
- e) Other Allowance (includes Flexi Pay**): ₹74,475/- per month.
*[**The Executive Director shall have the option to allocate amounts from the 'Other Allowance' component under various permissible heads—such as Leave Travel Allowance (LTA), telephone expenses (including landline, mobile, and home Wi-Fi), annual health check-up, books and periodicals, children's education allowance, and children's hostel expenses (as reimbursement)—in order to efficiently manage her income tax liability in accordance with the applicable provisions and rules under the Income Tax Act, 1961.]*
- f) Provident Fund: The contribution towards Provident Fund as per the rules of the Company, will not be included in the computation of the ceiling on perquisites to the extent not taxable under the Income Tax Act, 1961 (at present, this is limited to 12% of the Basic Salary).
- g) Gratuity: As per the rules of the Company.
- h) Mobile Phone: Reimbursement at actual.
- i) Car: Provision of car for use of Company's business with reimbursement of fuel, maintenance and driver salary as per the rules of the Company.
- j) Other perquisites and emoluments, including Group Medclaim, Group Personal Accident Insurance and Group Term Life Insurance, as per the rules of the Company.
- k) Severance fees: Not applicable.
- l) Notice period: Three (3) months.
- m) Other terms: The terms and conditions of the said appointment/remuneration may be altered and varied from time to time by the Board of Directors (which includes the Nomination & Remuneration Committee of the Board of Directors) as it may, in its discretion, deem fit within the minimum remuneration payable to the Whole time Director in accordance with the provisions of the Act or any amendments made hereinafter in this regard.
- n) Pooja Bajaj shall not be entitled to a sitting fee for attending the meetings of the Board of Directors or any committee thereof.

The above terms shall be subject to the applicable provisions of the Companies Act, 2013 (the "Act"), the Rules made thereunder, and the approval of the Members.

Mrs. Pooja Anant Bajaj has been associated with the Company in various leadership capacities and possesses significant experience in sustainability, corporate social responsibility, stakeholder engagement and corporate governance. As Executive Director, she plays a key role in providing strategic direction to the Company's CSR and ESG agenda, with a focus on environmental sustainability, community development, responsible business practices and long-term stakeholder value creation.

Through her leadership of the Company's CSR and ESG initiatives, Mrs. Pooja Anant Bajaj has contributed towards strengthening the Company's sustainability framework, monitoring and governance of social impact initiatives, stakeholder engagement and responsible business practices. Her role also involves supporting the integration of ESG considerations into the Company's broader governance and sustainability objectives.

Considering her qualifications, experience, expertise, responsibilities and contribution to the Company's CSR, ESG, sustainability and stakeholder value creation objectives, the Members approved her appointment as a Whole-time Director, designated as the "Executive Director", pursuant to a Special Resolution passed at the Annual General Meeting held on August 6, 2024. The said approval shall continue to remain valid during her current term of office.

Mrs. Pooja Anant Bajaj is not disqualified from being appointed as a Director in terms of Section 164 of the Act. In accordance with the terms of her appointment, she shall continue to be liable to retire by rotation.

The remuneration payable to Mrs. Pooja Anant Bajaj was determined taking into account the terms and conditions of her appointment, the responsibilities and duties entrusted to her, her experience and contribution to the Company's CSR, ESG, sustainability and governance objectives, comparable industry remuneration practices, and the overall remuneration framework of the Company. The proposed revision has also been considered having regard to her expanded role and enhanced responsibilities in the areas of CSR and ESG, as well as the restructuring of remuneration components necessitated by the implementation of the applicable labour codes, the revision in variable pay opportunities, and the alignment of long-term incentives with the Company's strategic and sustainability objectives.

Additional information in respect of Mrs. Pooja Anant Bajaj, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), and the Secretarial Standard on General Meetings, is provided in Annexure A to this Notice.



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The remuneration payable to Mrs. Pooja Anant Bajaj shall be within the limits prescribed under Section 197 read with Schedule V and other applicable provisions of the Act. However, by way of abundant caution and in view of the relevant provisions relating to managerial remuneration, the Company is complying with the provisions of Section II of Part II of Schedule V to the Act, which, inter alia, provide that, in the event of loss or inadequacy of profits, remuneration may be paid to managerial personnel in accordance with the provisions of Schedule V to the Act. The information required under Paragraph B of Section II of Part II of Schedule V to the Act is set out in Annexure B to this Notice.

The terms and conditions set out under Item No. 4 of this Notice may also be treated as a written memorandum setting out the terms of remuneration of Mrs. Pooja Anant Bajaj pursuant to Section 190 of the Act.

Except Mrs. Pooja Anant Bajaj, who is financially interested in the resolution to the extent of the remuneration payable to her,

and Mr. Shekhar Bajaj, being her father-in-law, none of the other Directors or Key Managerial Personnel ("KMPs") of the Company, or their respective relatives, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 4 of this Notice for approval by the Members.

By Order of the Board of Directors
of Bajaj Electricals Limited

Prashant A. Dalvi
Chief Compliance Officer & Company Secretary
ICSI Membership No. A51129

Mumbai, August 6, 2026



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Annexure 1

Information pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India regarding the Directors proposed to be appointed:

Name of the Director	Shekhar Bajaj
DIN	00089358
Date of Birth	June 8, 1948
Age	78 years
Date of first appointment on the Board	November 1, 1984
Qualifications	Mr. Shekhar Bajaj's career spans decades of leadership and guidance in the corporate landscape. As the Chairman of Bajaj Electricals Limited and Bajel Projects Limited, he has steered these organizations towards success, earning widespread acclaim for his strategic acumen and commitment to excellence.
Expertise in specific functional areas	Born into the esteemed Bajaj family, Mr. Bajaj's upbringing was steeped in trust, transparency and Gandhian ideals, instilled by his grandfather, Shri. Jamnalal Bajaj and social reformer grandmother Smt Jankidevi Bajaj. He further inherited core values of ethical business along with a strong sense of national duty from his father Shri Ramkrishna Bajaj. Armed with a B.Sc. (Hons) degree in Mathematics from Pune University and further fortified by an MBA from New York University, Mr. Bajaj embarked on his professional journey with a blend of academic background and practical wisdom. His tenure at Bajaj Sevashram was crucial in honing his skills and understanding the intricacies of business operations. Over the years, Mr. Bajaj assumed leadership roles within Bajaj Electricals, culminating in his appointment as Managing Director in 1984, followed by Chairman & Managing Director in 1990. Under Mr. Bajaj's leadership, Bajaj Electricals underwent a shift, evolving from a traditional player to a dynamic force driving innovation and excellence in the industry. Embracing technological advancements and forging strategic alliances, Mr. Bajaj enabled the company to advance into new sectors, diversifying its product portfolio and enhancing its competitive edge. Under Mr Bajaj's leadership, the company expanded into the High Mast and the Transmission Line Tower business, facilitating significant growth. He led strategic tie-ups with international companies like Morphy Richards of the UK for Appliances. His leadership style combines qualities of compassion and concern. He has successfully bridged the gap between principles and profitability, philanthropy and professionalism in his unpretentious and unassuming manner. He believes people are the ultimate source of strength in any organisation. He upholds meritocracy, looking upon his employees as an extension of his family and in the process, winning the unswerving loyalty of his team. Mr. Bajaj is deeply committed to Corporate Social Responsibility and community development. According to Mr Bajaj, CSR is not just about fulfilling legal obligations. It is about embracing ethical values and contributing to sustainable development for the benefit of society, the

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	nation and the planet. He has supported programmes that range from providing accessible eye-health care in remote villages, planting lakhs of trees on barren land to convert them into mini forests, supporting small-scale industries and weavers of Khadi; and many such initiatives that characterize the Bajaj Group's motto of 'Going Beyond'. He inspires future generations of leaders, embodying the values of integrity, resilience, and compassionate leadership. Roles and Recognitions: - Past President of multiple prestigious associations including ASSOCHAM, IMC, ELCOMA, IFMA, and CFBP. - Chairman & on the board - Bajaj Electricals Ltd, Bajel Projects Ltd, Indef Manufacturing Ltd, BHIL, etc, Contributing his expertise and leadership. - Recognized for his service to the industry with an Honorary Doctorate, reflecting his long-standing dedication and outstanding contributions.
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	The skills, expertise, competencies and capabilities of Mr. Shekhar Bajaj are aligned with the skills matrix identified and approved by the Board for its directors. Details of the said skills matrix are available on the website of the Company and may be accessed at: https://www.bajajelectricals.com/pages/investors
Terms and conditions of appointment	As per the resolution at Item No.2 of this Notice read with explanatory statement thereto.
Details of remuneration last drawn	₹5.76 crore (FY 2025-26)
Details of remuneration sought to be paid	As per the resolution at Item No.2 of this Notice read with explanatory statement thereto.
Directorships in other Companies (excluding foreign companies)#	1. Bajaj International Private Limited 2. Hercules Investments Limited (Formerly known as Hercules Hoists Limited) 3. Hind Musafir Agency Limited 4. Bajaj Sevashram Private Limited 5. Hind Lamps Private Limited 6. Bachhraj Factories Private Limited 7. Shekhar Holdings Private Limited 8. Bajaj Holdings & Investments Limited 9. Bajel Projects Limited 10. Indef Manufacturing Limited 11. Council for Fair Business Practices (Section 8 Company) 12. Bhoopati Shikshan Pratisthan (Section 8 Company) 13. Mahakalp Arogya Pratisthan (Section 8 Company)
Membership/ Chairpersonship of Committees in other listed companies#	• Stakeholders' Relationship Committee <i>Chairperson</i> 1. Hercules Investments Limited (Formerly known as Hercules Hoists Ltd.) 2. Bajel Projects Limited 3. Indef Manufacturing Limited
Listed entities from which the Director has resigned from Directorship in last 3 (three) years#	Nil
No. of Board Meetings attended during the year 2026-27 (up to the date of this Notice)	2 / 2
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	Mr. Shekhar Bajaj is related to Mrs. Pooja Anant Bajaj (Executive Director) as her father-in-law and to Mr. Nirav Bajaj (Non-Executive Director) as his uncle.
No. of shares held:	



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(a) Own	18,14,639 (1.57%)
(b) For other persons on a beneficial basis	Nil
Justification for choosing the appointee for appointment as an Independent Director	Not applicable.

#Refers to directorships/committee positions as of August 6, 2026.

Name of the Director	Sanjay Sachdeva
DIN	11017868
Date of Birth	July 01, 1965
Age	61 years
Date of first appointment on the Board	April 15, 2025
Qualifications	Mr. Sanjay Sachdeva graduated as an Electrical Engineer from the Indian Institute of Technology (IIT Delhi) and later pursued his Master's degree in Management from the Indian Institute of Management, Calcutta. He was the recipient of the prestigious B.C. Roy Gold Medal—presented by the President of India—recognizing the top student in the graduating class.
Expertise in specific functional areas	Mr. Sachdeva began his career at Hindustan Unilever as a management trainee and has since spent over 33 years with Unilever in various leadership roles across Sales, Marketing, and General Management. Most recently, he served as the CEO and MD of Unilever Japan, based in Tokyo. With extensive experience in scaling and leading consumer goods markets across India, China, Brazil, Japan, North Africa, the Middle East, and Russia, he has consistently driven profitable growth in highly competitive environments. His key achievements include successfully turning around businesses across geographies, delivering strong business results in volatile market conditions, and strengthening talent and organizational capabilities. Having lived in five countries across three continents, Mr. Sachdeva has witnessed firsthand the power of diverse cultures and perspectives. He is deeply committed to Sustainability and Diversity & Inclusion (D&I), collaborating with businesses and government bodies and has been an active spokesperson in various industry forums. A passionate advocate for gender equality, he has championed Diversity & Inclusion within organization, earning recognition from the British Chamber of Commerce Japan.
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	The skills, expertise, competencies and capabilities of Mr. Sanjay Sachdeva are aligned with the skills matrix identified and approved by the Board for its directors. Details of the said skills matrix are available on the website of the Company and may be accessed at: https://www.bajajelectricals.com/pages/investors
Terms and conditions of appointment	As per the resolution at Item No.3 of this Notice read with explanatory statement thereto.
Details of remuneration last drawn	₹5.53 crore (FY 2025-26)
Details of remuneration sought to be paid	As per the resolution at Item No.3 of this Notice read with explanatory statement thereto.
Directorships in other Companies (excluding foreign companies)#	Nil
Membership/ Chairpersonship of Committees in other listed companies#	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years#	Nil
No. of Board Meetings attended during the year 2026-27 (up to the date of this Notice)	2 /2



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Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None
No. of shares held: (a) Own (b) For other persons on a beneficial basis	Nil Nil
Justification for choosing the appointee for appointment as an Independent Director	Not applicable.

#Refers to directorships/committee positions as of August 6, 2026.

Name of the Director	Pooja Anant Bajaj
DIN	08254455
Date of Birth	May 6, 1982
Age	44 years
Date of first appointment on the Board	November 1, 2018
Qualifications	Pooja Bajaj's professional journey is defined by a holistic blend of academic excellence, strategic acumen, and a commitment to corporate governance and social responsibility.
Expertise in specific functional areas	Armed with a Bachelor's Degree in Commerce with Specialisation in Foreign Trade, she also earned the prestigious Gold Medal (commerce) in her batch from Nasr School, Hyderabad and was the 'Head Girl' of the school for her leadership qualities. Pooja embarked on a path of continuous learning. She did her Master's in Management from the University of Leeds, England, and her Postgraduate Diploma in Human Resource Management from Osmania University, Hyderabad, further equipped her with the skills necessary for navigating the complex landscape of modern business. #Awarded Certificate of Merit for Academic Excellence in Vocational Education #Awarded a Certificate of participation at the Fourth Commonwealth-India Small Business Competitiveness Development Programme in collaboration with Exim Bank India-National Small Industries Corporation (NSIC) & Commonwealth Secretariat. #Certificate of accomplishment for participating in the Mini MBA Management Essentials Programme from Think Education in collaboration with faculty from New York University-Columbia University. Since joining the board of Bajaj Electricals Ltd. in November 2018, Pooja has been instrumental in getting trained on the company's strategic direction and learning about its culture of excellence. Recognizing the importance of hands-on experience, she dedicated 2.5 years to immersive training in the consumer durable segment, gaining a comprehensive understanding of market dynamics, competitive landscapes, and financial nuances. This groundwork laid the foundation for her in-depth knowledge about the FMEG sector. In May 2022, she completed the 'ISB-EY Executive Programme on Board Effectiveness', which empowered women leaders to develop board responsibilities and strategies to achieve corporate goals. Pooja's commitment to Corporate Social Responsibility is evident through her multifaceted involvement in various initiatives. As a Trustee of the Bajaj Electricals Foundation, she worked on bringing focus to its



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	portfolio of projects, hence, make a meaningful impact in the communities the company serves, while also championing the development of various initiatives for internal employee volunteering programs. Additionally, her role as a Trustee of the Laxmi Narayan Devasthanam Trust, Wardha, underscores her dedication to community development. Beyond her corporate responsibilities, Pooja remains deeply engaged in fostering industry best practices and promoting ethical business conduct at her involvement as committee member in Ladies' Wing IMC Chamber of Commerce and Industry highlights her commitment to upholding the highest standards of integrity for social projects on women's rural entrepreneurship. Pooja's recent involvement in operationalizing the Khadi Exhibition sponsored by Bajaj Electricals Ltd., aptly named Swadheen, exemplifies her hands-on approach to driving initiatives that resonate with the company's ethos and values. Her gentle leadership and dedication have allowed her to drive various such successful projects for the Company. Pooja Bajaj's creativity extends beyond the boardroom, as she is an accomplished artist. Her exhibition at Jehangir Art Gallery, titled 'Unleashed—Defining the Abstract', defined the abstract beauty of nature and revolved around the valour of the horses, tigers, and elephants.
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	The skills, expertise, competencies and capabilities of Mrs. Pooja Anant Bajaj are aligned with the skills matrix identified and approved by the Board for its directors. Details of the said skills matrix are available on the website of the Company and may be accessed at: https://www.bajajelectricals.com/pages/investors
Terms and conditions of appointment	As per the resolution at Item No.4 of this Notice read with explanatory statement thereto.
Details of remuneration last drawn	₹0.23 crore (FY 2025-26)
Details of remuneration sought to be paid	As per the resolution at Item No.4 of this Notice read with explanatory statement thereto.
Directorships in other Companies (excluding foreign companies)#	1. Madhur Securities Private Limited 2. Bajel Projects Limited 3. Indef Manufacturing Limited
Membership/ Chairpersonship of Committees in other listed companies#	Nil
Listed entities from which the Director has resigned from Directorship in last 3 (three) years#	Nil
No. of Board Meetings attended during the year 2026-27 (up to the date of this Notice)	Nil
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	Mrs. Pooja Anant Bajaj is related to Mr. Shekhar Bajaj (Executive Chairman) as his daughter-in-law.
No. of shares held:	
(a) Own	15,41,875 (1.34%)
(b) For other persons on a beneficial basis	Nil
Justification for choosing the appointee for appointment as an Independent Director	Not applicable.

#Refers to directorships/committee positions as of August 6, 2026.



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Annexure 2

The Statement Containing Additional Information as Required Under Schedule V of the Act:

I.	General information																																
1.	Nature of Industry	The Company is engaged in ‘Consumer Products (CP)’ business which includes domestic appliances, kitchen appliances, and electric Fans and in ‘Lighting Solutions’ business which includes consumer and professional lighting solutions.																															
2.	Date of Commencement of Commercial Production	Commercial operations commenced in the year 1938.																															
3.	In the case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not applicable.																															
4.	Financial Performance based on given indicators	As per Standalone Financials: (₹ in crore) <table><tr><th>Particulars</th><th>For three months period ended 30-Jun-2026 (Unaudited)*</th><th>For Financial Year 2025-26 (Audited)</th></tr><tr><td>Paid up Capital</td><td>23.08</td><td>23.08</td></tr><tr><td>Reserves excluding Revaluation Reserves</td><td>1,487.48</td><td>1,436.04</td></tr><tr><td>Total Income</td><td>1,114.98</td><td>4,524.34</td></tr><tr><td>Total Expenses</td><td>1,058.52</td><td>4,508.57</td></tr><tr><td>Exceptional items</td><td>8.78</td><td>(91.15)</td></tr><tr><td>Profit before Tax</td><td>65.24</td><td>(75.38)</td></tr><tr><td>Tax Expenses</td><td>17.29</td><td>1.88</td></tr><tr><td>Profit after Tax</td><td>47.95</td><td>(77.26)</td></tr></table> *For further details, members are requested to refer to the Company's published financial results for the quarter ended on June 30, 2026, as available on the website of the stock exchanges and on the Company's website.					Particulars	For three months period ended 30-Jun-2026 (Unaudited)*	For Financial Year 2025-26 (Audited)	Paid up Capital	23.08	23.08	Reserves excluding Revaluation Reserves	1,487.48	1,436.04	Total Income	1,114.98	4,524.34	Total Expenses	1,058.52	4,508.57	Exceptional items	8.78	(91.15)	Profit before Tax	65.24	(75.38)	Tax Expenses	17.29	1.88	Profit after Tax	47.95	(77.26)
Particulars	For three months period ended 30-Jun-2026 (Unaudited)*	For Financial Year 2025-26 (Audited)																															
Paid up Capital	23.08	23.08																															
Reserves excluding Revaluation Reserves	1,487.48	1,436.04																															
Total Income	1,114.98	4,524.34																															
Total Expenses	1,058.52	4,508.57																															
Exceptional items	8.78	(91.15)																															
Profit before Tax	65.24	(75.38)																															
Tax Expenses	17.29	1.88																															
Profit after Tax	47.95	(77.26)																															
5.	Foreign investments or collaborators, if any	The Company has not entered into any foreign collaboration, and no direct capital investment has been made in the Company in the last three financial years. Foreign investors, mainly comprising NRIs, FIIs, FPIs, etc. are investors in the Company on account of past issuance of securities / purchase of shares of the Company from the secondary market.																															
II.	Information about the appointee / director																																
1.	Background details	For detailed profiles, background information, recognition or awards, if any, and job profile and suitability of the Directors of the Company, Members are requested to refer to the Company's website at: https://www.bajajelectricals.com/pages/investors .																															
2.	Past remuneration	(₹ in crore) <table><tr><th>Name of Director</th><th>FY 2026-27 (upto Jun-26)</th><th>FY 2025-26</th><th>FY 2024-25</th><th>FY 2023-24</th></tr><tr><td>Mr. Shekhar Bajaj</td><td>*1.93</td><td>5.76</td><td>7.77</td><td>8.56</td></tr></table>					Name of Director	FY 2026-27 (upto Jun-26)	FY 2025-26	FY 2024-25	FY 2023-24	Mr. Shekhar Bajaj	*1.93	5.76	7.77	8.56																	
Name of Director	FY 2026-27 (upto Jun-26)	FY 2025-26	FY 2024-25	FY 2023-24																													
Mr. Shekhar Bajaj	*1.93	5.76	7.77	8.56																													



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		<table><tr><td>Mr. Sanjay Sachdeva</td><td>*2.26</td><td>5.53</td><td>N.A.</td><td>N.A.</td></tr><tr><td>Mrs. Pooja Anant Bajaj</td><td>0.06</td><td>0.23</td><td>0.10</td><td>0.14</td></tr></table> N.A. - Not applicable. *Including accrued commission for FY26-27.	Mr. Sanjay Sachdeva	*2.26	5.53	N.A.	N.A.	Mrs. Pooja Anant Bajaj	0.06	0.23	0.10	0.14
Mr. Sanjay Sachdeva	*2.26	5.53	N.A.	N.A.								
Mrs. Pooja Anant Bajaj	0.06	0.23	0.10	0.14								
3.	Recognition or awards	For detailed profiles, background information, recognition or awards, if any, and job profile and suitability of the Directors of the Company, Members are requested to refer to the Company's website at: https://www.bajajelectricals.com/pages/investors .										
4.	Job profile and his suitability	For detailed profiles, background information, recognition or awards, if any, and job profile and suitability of the Directors of the Company, Members are requested to refer to the Company's website at: https://www.bajajelectricals.com/pages/investors .										
5.	Remuneration proposed	As per the resolution at Item Nos.2, 3, and 4 of this Notice read with explanatory statement thereto.										
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Considering the significant expertise of the Directors in their respective areas and acknowledging the responsibilities and accountabilities shouldered by them, the Nomination and Remuneration Committee has reviewed the remuneration of each Director against industry benchmarks for comparable positions and Board-level roles in companies of similar size and business profile. On the basis of this review, the remuneration proposed is considered commensurate with industry standards and the profile of each position.										
7.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any.	Mr. Shekhar Bajaj (DIN: 00089358), Executive Chairman, has a pecuniary relationship with the Company insofar as it relates to his own remuneration. He is related to Mrs. Pooja Anant Bajaj (Executive Director) as her father-in-law and to Mr. Nirav Bajaj (Non-Executive Director) as his uncle. He is one of the Promoters of the Company and holds 18,14,639 equity shares constituting 1.57% of the paid-up share capital of the Company as on the date of this Notice. Mr. Sanjay Sachdeva (DIN: 11017868), Managing Director & Chief Executive Officer, has a pecuniary relationship with the Company insofar as it relates to his own remuneration. He does not hold any equity shares in the Company as on the date of this Notice. Mrs. Pooja Anant Bajaj (DIN: 08254455), Executive Director, has a pecuniary relationship with the Company insofar as it relates to her own remuneration. She is related to Mr. Shekhar Bajaj (Executive Chairman) as his daughter-in-law. She is a member of the promoter group of the Company and holds 15,41,875 equity shares constituting 1.34% of the paid-up share capital of the Company as on the date of this Notice.										
III.	Other Information											
1.	Reasons for loss or inadequate profits	FY 2025-26 was a year of considerable pressure for the Company, however, it is equally important to recognise that a significant portion of the reported Loss Before Tax of ₹75 crore was attributable to restructuring and business-strengthening initiatives undertaken during the year. These included exceptional charges of ₹91 crore, comprising costs associated with the impairment charges relating to our Sambhajanagar facility, the impairment of moulds, tooling, and capitalised product development costs, and implementation of the new Labour Codes. During the year, the Company's total revenue from operations on a standalone basis stood at ₹4,462 crore, compared with ₹4,828 crore in the previous year, reflecting a decline of 7.6%. Revenue from the Lighting Solutions segment increased by 9.5% to ₹1,120 crore compared with the previous year while revenue from the Consumer Products segment decreased by 12.2% to ₹3,343 crore.										



BAJAJ ELECTRICALS LIMITED

Registered Office: Mulla House, 2nd Floor, 51, M. G. Road, Fort, Mumbai 400 001 | Tel.: 022-61497000

E-mail address: legal@bajajelectricals.com | Website: www.bajajelectricals.com

Corporate Identification Number (CIN): L31500MH1938PLC009887

		This decline in Consumer Products segment was primarily on account of deliberate channel inventory normalisation measures undertaken in response to elevated inventory levels that had accumulated in the trade channel, arising from the underperformance of summer-related product categories — including air coolers and other temperature-linked products. A second summer season, which typically provides a supplementary liquidation window, also did not materialise as expected. The consequent prioritisation of secondary offtake over primary billing resulted in a sharp decline in primary sales, negative EBIT margins in the Consumer Products vertical due to operating deleverage, and additional margin pressure from promotional expenditure incurred to facilitate trade-level inventory liquidation. In contrast, the Lighting Solutions vertical delivered revenue growth of 9.5%. However, this was insufficient to offset the impact of the decline in Consumer Products on the overall financial performance of the Company.
2.	Steps taken or proposed to be taken for improvement	The Company has undertaken and is continuing to implement the following measures: • Channel inventory: Transition from a volume-led primary billing model to a secondary offtake-led execution model to align primary sales with actual consumer demand, resulting in a reduction of channel inventory levels by approximately thirty percent (30%) in terms of number of days in the Consumer Products vertical. • Price increases: Price increases of two percent (2%) to five percent (5%) announced with effect from February 1, 2026, to cover the bulk of commodity inflation, supplemented by concurrent value engineering and value addition initiatives. • Channel restructuring: Transition from a volume-led primary billing model to a secondary offtake-led execution model to align primary sales with actual consumer demand, resulting in a reduction of channel inventory levels by approximately thirty percent (30%) in terms of number of days in the Consumer Products vertical. • Price increases: Price increases of two percent (2%) to five percent (5%) announced with effect from February 1, 2026, to cover the bulk of commodity inflation, supplemented by concurrent value engineering and value addition initiatives. • Cost rationalisation: Comprehensive review and corrective actions across logistics costs, variable cost elements including product demonstration expenses, customer service expenses and trade schemes, and tighter control over fixed costs. Capital expenditure and innovation investments are being evaluated more stringently to ensure judicious deployment and superior returns. • Distribution optimisation: Refinement of the distribution model to align coverage frequency and investment with the revenue potential of each outlet, improving overall distribution efficiency and return on investment. • Portfolio expansion: Entry into adjacent categories within the Lighting Solutions vertical, including Switchgear (Q2 FY 2025-26), Solar Solutions (Q3 FY 2025-26) and Wires (February 2026), to build an integrated portfolio leveraging the Company's brand strength and distribution reach for long-term sustainable growth.



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		• Brand investments: Investing in brands to build enduring consumer preference and accelerate sustainable growth. These brand investments are aimed at strengthening market leadership, consumer trust, and long-term value creation.
3.	Expected increase in productivity and profits in measurable terms	The channel inventory normalisation process is expected to be substantially complete within the next few quarters, following which primary sales are expected to more accurately reflect consumer demand, improving revenue quality and margin predictability. Management has stated that a meaningful recovery in Consumer Products revenue and margins is anticipated from FY 2026-27 onwards, supported by the progressive accrual of benefits from cost rationalisation measures across logistics, fixed costs and variable costs. The price increases are expected to cover the bulk of near-term commodity inflation impact. The Company has also demonstrated early improvement in its liquidity position, having generated operating cash flow of ₹619 crore in FY 2025-26 and ending the period with cash and cash equivalents of ₹222 crore, providing adequate financial flexibility for judicious deployment of growth capital.
IV	Disclosures	
	The prescribed disclosures with respect to elements of remuneration package, details of fixed component and performance-linked incentives, performance criteria, service contracts, notice period, severance fees and stock option details of all the Directors, as applicable, are disclosed in the Corporate Governance Report forming part of the Annual Report of the Company.	

Cautionary Statement Regarding Forward-Looking Statements: Certain statements in this Notice, Explanatory Statement and the annexures thereto contain forward-looking statements based on management's current expectations, estimates and assumptions. These statements are not guarantees of future performance and are subject to known and unknown risks and uncertainties, including general economic and market conditions, demand trends in the consumer durables and lighting industry, performance of seasonal product categories, commodity price volatility, the pace of channel inventory normalisation, competitive pressures, and changes in applicable laws and regulations, that could cause actual results to differ materially from those expressed or implied. Members are requested to note that these forward-looking statements reflect management's current assessment as of the date of this Notice and are subject to the risks and uncertainties described above. The Company does not undertake any obligation to update or revise any forward-looking statement, except to the extent required under applicable laws and regulations.

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password.
- Follow steps given above in points (a-d).

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



METHOD 3 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>.
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
- Enter existing username, Password & click on "Login".
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

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

- Login to DP website
- After Successful login, user shall navigate through "e-voting" option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

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

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click "Submit".(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

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

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:
1. User ID: Enter User ID
 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
 4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders, holding shares in **NSDL form**, shall provide ‘point 4’ above.
 - Shareholders, holding shares in **CDSL form**, shall provide ‘point 3’ or ‘point 4’ above.
 - Shareholders, holding shares in **physical form** but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above
 5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 6. Enter Image Verification (CAPTCHA) Code.
 7. Click “Submit” (You have now registered on InstaVote).
Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

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

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.
- B. Select ‘View’ icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

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

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

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

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

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu section

C. Map the Investor with the following details:

- 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
- 2) 'Investor's Name - Enter Investor's Name as updated with DP.
- 3) 'Investor PAN' - Enter your 10-digit PAN.
- 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

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

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

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

STEP 3 – Steps to cast vote for Resolutions through InstaVote

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

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No.".
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

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

HELPDESK:

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

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

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

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

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

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

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

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

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

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

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

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

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

InstaVOTE

Team InstaVote
MUFG Intime India Private Limited
Formerly Link Intime India Private Limited