INDO-MIM Limited (formerly known as INDO-MIM Private Limited)
#45(P), KIADB Industrial Area, Hoskote, Bangalore 562 114. (CIN U28110KA1996PLC137499)
Phone: +91-080-22048800/ FAX: +91-080-27971624 / Website: www.indo-mim.com

Date: August 29, 2026

To,

National Stock Exchange of India Limited	**BSE Limited**
Exchange Plaza Plot No. C/1	Phiroze Jeejeebhoy Towers
Block G, Bandra-Kurla Complex,	Dalal Street
Bandra (East), Mumbai-400051.	Mumbai-400 001.
Scrip Symbol: INDOMIM	**Scrip Code: 544837**

Subject: Notice of 30th (Thirty) Annual General Meeting ("AGM") of the Company to be held on Tuesday, September 22, 2026.

Dear Sir/Madam,

With reference to the above captioned subject, we wish to inform you that the 30th (Thirty) Annual General Meeting ("AGM") of the Company will be held on Tuesday, September 22, 2026, at 09:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the Ordinary Business & Special Business as set out in the Notice convening the AGM of the Company. The copy of Notice of 30th AGM is attached with this letter.

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs and SEBI, the Notice convening 30th AGM along with Annual Report for the financial year 2025-26 is being sent to all those members of the Company whose e-mail addresses are registered with Depository Participants (DP's) / Company/ Registrar and Transfer Agent (RTA) i.e. MUFG Intime India Private Limited.

Further, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company will be sending a letter to those shareholders whose e-mail IDs are not registered with Company/DPs/RTA, providing the web link including the exact path from where the Annual Report can be accessed.

The Annual Report for the financial year 2025-26 is also being uploaded on the Company's website at www.indo-mim.com.

Kindly take the above information on your records.

Thanking you,

For **INDO-MIM Limited**

Santosh Kumar Dash
Digitally signed by Santosh Kumar Dash
Date: 2026.08.29 13:34:17 +05'30'

Santosh Kumar Dash
Company Secretary and Compliance Officer
Membership No.: F11798

Encl.: As above

NOTICE

NOTICE TO MEMBERS is hereby given that the **30th Annual General Meeting** of the Members of INDO-MIM Limited ("Company") will be held on **Tuesday, September 22nd, 2026, at 09:00 AM** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") deemed to be conducted at the Registered Office of the Company at No. 45(P), KIADB Industrial Area, Hoskote, Bangalore, Karnataka 562114 to transact the following businesses:

I. ORDINARY BUSINESS

1. **To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, together with the Reports of Directors and Auditors thereon.**

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

   "**RESOLVED THAT**, the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. **To consider appointment of a director in place of Mr. Raj Chivukula (DIN 02484081), Director who retires by rotation and being eligible, offers himself for re-appointment.**

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

   RESOLVED THAT, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Raj Chivukula, (DIN 02484081) Director, who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as a Director of the Company.

II. SPECIAL BUSINESS

3. **To consider and ratify the remuneration payable to the cost auditor M/s. Jayaram & Associates, Practicing Cost Accountants with Firm Regn No. 101077 for FY27.**

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

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

"RESOLVED THAT, in pursuance to Section 148 and other applicable provisions of the Companies Act, 2013 read with Rule 6 of the Companies (Cost Records and Audit) Rules, 2014 and considering the approval of the Board of Directors, the consent of the Members be and are hereby accorded to the remuneration of ₹2,50,000 plus applicable Goods and Services Tax thereon payable to M/s. Jayaram & Associates, Cost Accountants, with Firm Regn No. 101077 for Audit of Cost Records for FY27.

RESOLVED FURTHER THAT, Mr. Krishna Chivukula, Chairman and Managing Director, Mr. Krishna Chivukula Jr., Whole Time Director & CEO, Mr. Parasuraman Balasubramanian, Vice President Finance & CFO, Mr. KR Shyam Ballal, GM, Mr. Shankar Radha Kantam Manchikanti, DGM, Mr. Santosh Kumar Dash, Company Secretary & Compliance Officer, Mr. Krishna Sharma, Assistant Company Secretary and Mr. Kamalesh Nagaraj Prabhu, Assistant Company Secretary be and are hereby severally authorized to do all such acts, deeds and things as may be incidental or necessary to give effect to this resolution.

RESOLVED FURTHER THAT certified true copy of the above resolution can be submitted to all concerned with signature of any one Director or Company Secretary of Assistant Company Secretary of the Company."

4. **Appointment of the Secretarial Auditors of the Company for a period of Five years from Fy 2026-27 till Fy 2030-31.**

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

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the Members of the Company be and is hereby accorded for the appointment of M/s. SNM & Associates, Practicing Company Secretaries (Certificate of Practice No. 4684), as the Secretarial Auditors of the Company for a term of five (5) consecutive Financial Years (FY) commencing from FY 2026-27 to FY 2030-31 at such fees, plus applicable Goods and Services Tax thereon and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and take all such steps as may be necessary to give effect to this resolution."

5. **Modification and Ratification of "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")".**

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

"RESOLVED THAT pursuant to the special resolution passed by the Members of the Company at the Extra Ordinary General Meeting held on 27th April 2024 prior to initial public offering ("IPO") of equity shares by the Company and pursuant to the provisions of Section 62(1)(b) and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Share Capital and Debentures) Rules, 2014 (the "**Companies SCD Rules**") read with the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SBEB Regulations**"), the rules and regulations framed thereunder and any rules, circulars, notifications, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), the provisions of any regulations/guidelines prescribed by the Securities and Exchange Board of India ("**SEBI**") and other applicable laws for the time being in force (including any amendment thereto or modification(s) or re-enactment(s) thereof from time-to-time) and subject to any applicable approval(s), consent(s), permission(s) and sanction(s) of any authority(ies) including condition(s) and modification(s) as may be prescribed or imposed by such authority(ies) while granting such approval(s), consent(s), permission(s) and sanction(s), and the acceptance of such condition(s) or modification(s) by the Nomination and Remuneration Committee (hereinafter referred to as the "**Committee**") which has been constituted to exercise its powers, including the powers, conferred by this resolution read with Regulation 5 of SEBI SBEB Regulations), the modified "**INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")",** be and is hereby approved and ratified within the meaning of Regulation 12 of SBEB Regulations and the consent of the Members be and is hereby accorded to the Nomination and Remuneration Committee ("**Committee**") to create, offer, grant, issue, vest, allot such number of options which shall not exceed **7,23,04,615** (Seven Crore Twenty-Three Lakh Four Thousand Six Hundred Fifteen Only) Employee Stock Options convertible into **7,23,04,615** (Seven Crore Twenty-Three Lakh Four Thousand Six Hundred Fifteen

Only) Equity Shares of face value of Rs. 01/- (Rupees one) each fully paid-up, in one or more tranches, from time-to-time, to the employees of the Company, whether working in India or out of India, present or future, as may be decided by the Board or Nomination and Remuneration Committee and as permitted under the SBEB Regulations but does not include an employee who is a promoter or a person belonging to the promoter group ("**Eligible Employees**"), with each option giving a right, but not an obligation, to the Eligible Employees and that the grant of options, vesting and exercise thereof shall be in and on such terms and conditions, as may be determined by the Board or Nomination and Remuneration Committee in accordance with the provisions of the "INDO-MIM Employees Stock Option Plan, 2024 ("**ESOP 2024**")", the accounting policies, SBEB Regulations and in due compliance with the applicable laws and regulations in force.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to issue and allot equity shares upon exercise of options from time-to-time in accordance with the "INDO-MIM Employees Stock Option Plan, 2024 ("**ESOP 2024**")", and the shares so issued shall rank pari passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board of Directors or the Committee be and is hereby authorized to make any modifications/ changes/ revisions in ESOP scheme or suspend/ withdraw/ revive ESOP scheme as they may deem fit, from time-to-time, provided that the same is in conformity with the Companies Act, 2013 and the rules made thereunder and SEBI SBEB Regulations, as amended, the Memorandum and Articles of Association of the Company and any other applicable laws, rules and regulations thereunder and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper including taking all the necessary steps for listing of the equity shares allotted on the Stock Exchanges as per the terms and conditions of the listing agreement with the concerned Stock Exchanges, and to settle all questions, difficulties or doubts that may arise in relation to the implementation, administration and evolution of the ESOP scheme.

6. **Ratification of the extension of the benefits under the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024") to the employees of Subsidiary, Associate or Holding companies of the Company:**

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

"RESOLVED THAT pursuant to applicable provisions of Section 62(1)(b) of the Companies Act, 2013 ("Act"), Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, and SEBI (Share Based Employee Benefits and Sweat

Equity) Regulations, 2021 ("**SEBI SBEB Regulations**") and other applicable provisions of the Act for the time being in force and as may be modified from time-to-time, and such other laws, rules and regulations (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) as may be applicable ("**Applicable Laws**"), the relevant provisions of the Memorandum of Association and Articles of Association of INDO-MIM Limited ("**the Company**") and further subject to such other approvals, consent, permissions and sanctions as may be necessary from the appropriate authorities or bodies and subject to such conditions and modifications as may be prescribed or imposed by the relevant authorities, the extension of the **"INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")"**,details of which are set out in the explanatory statement annexed hereto), as approved by the Members of the Company on 27th April, 2024 prior to the listing of equity shares of the Company on the BSE Limited and the National Stock Exchange of India Limited to the eligible employees of subsidiary companies, associate companies and holding companies, in or outside India (as defined in the Act) be and is hereby ratified and approved within the meaning of SEBI SBEB Regulations, along with the consent accorded to the Board of Directors of the Company ("**Board**" which expression shall also include the Nomination and Remuneration Committee or any other Committee constituted/to be constituted by the Board in line with the SEBI SBEB Regulations) to create, offer, grant, issue and allot in one or more tranches under the under the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" at any time to or for the benefit of the eligible employees of subsidiary or associate company in or outside India or of holding company (as defined in the Act) in or outside India such number of employee stock options ("ESOPs") exercisable into equity shares of the Company not exceeding **7,23,04,615** (Seven Crore Twenty-Three Lakh Four Thousand Six Hundred Fifteen Only) Employee Stock Options convertible into **7,23,04,615** (Seven Crore Twenty-Three Lakh Four Thousand Six Hundred Fifteen Only) Equity Shares of face value of Rs. 01/- (Rupees one) each fully paid-up, with each such Option conferring a right upon the Employee to be issued one equity Share of the Company, in accordance with the terms and conditions of such issue and, at such price as may be fixed or determined by the Board or Nomination and Remuneration Committee in accordance with the Act and other Applicable Laws.

RESOLVED FURTHER THAT Mr. Krishna Chivukula, Chairman & Managing Director, Mr. Krishna Chivukula Jr, Whole Time Director & Chief Executive Officer, Mr. Parasuraman Balasubramanian, Vice President Finance & Chief Financial Officer, Mr. Santosh Kumar Dash, Company Secretary & Compliance Officer, Mr. Krishna Sharma, Asst. Company Secretary and Mr. Kamalesh Nagaraj Prabhu, Asst. Company Secretary be and are hereby severally authorised to take all such steps, deeds, matters and actions as may be necessary or expedient to give effect to this resolution, including filing of necessary forms and returns with the Stock Exchanges, Registrar of Companies and other authorities, and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board,

Santosh Kumar Dash
Digitally signed by Santosh Kumar Dash
Date: 2026.08.28 16:40:14 +05'30'

Date: August 28, 2026
Place: Bangalore

Santosh Kumar Dash
Company Secretary & Compliance Officer,
M No. F11798

NOTES:

1. Ministry of Corporate Affairs ("MCA"), vide its General Circular No. 03/2025 dated 22nd September 2025 read with other previous MCA General Circulars in accordance with the requirements laid down in Para 3 and 4 of the General Circular No. 20/2020 dated 5th May 2020, (collectively referred to as "MCA Circulars"), has permitted Companies to hold their Annual General Meetings through Video Conference (VC) or Other Audio Visual Means (OAVM). In compliance with the aforesaid MCA Circulars and other applicable provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as applicable, this Annual General Meeting (AGM) is being held through VC / OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 45(P), KIADB Industrial Area, Hoskote, Bangalore 562114, which shall be deemed venue of the AGM.

2. In compliance with the aforesaid MCA Circulars, Notice of the AGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. The Company shall send the physical copy of Notice of AGM to those Members who request the same at investor.helpdesk@in.mpms.mufg.com mentioning their Folio No./DP ID and Client ID. Members may note that the AGM Notice has been uploaded on the website of the Company: www.indo-mim.com and is also available on the website of MUFG Intime at https://instavote.linkintime.co.in/. Members can update their email id by sending a mail to investor.helpdesk@in.mpms.mufg.com.

3. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution / Authorization letter authorizing their representative along with attested specimen signature to attend and vote on their behalf at the meeting through VC/OAVM. The said resolution /authorization letter shall be sent to our Registrar and Transfer Agent ("RTA") MUFG Intime at enotices@in.mpms.mufg.com.

4. Members attending AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

5. As per Section 105 of the Companies Act, 2013, a member entitled to attend & vote, is entitled to appoint proxy to attend & vote on his/her behalf and proxy need not be a member of the company. Since the AGM is being held pursuant to MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the

Members will not be available for the AGM and hence the Proxy Form and Attendance Slips are not annexed to this Notice.

6. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, which mandates facility for voting through electronic means is applicable to listed companies and other companies having minimum of 1,000 number of shareholders, the Company is providing such facility to its members. For this purpose, the Company has engaged the services of **MUFG Intime India Private Limited** (formerly known as Link Intime India Private Limited) for facilitating remote e-voting and e-voting on the date of AGM.

7. Voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the **cut off date i.e. Tuesday, September 15, 2026.** The remote e-voting period will start on **Saturday, September 19, 2026 at 09:00 A.M. (IST) and will end on Monday, September 21, 2026 at 05:00 P.M. (IST).**

8. Members who have cast their vote by remote e-voting prior to the AGM may also attend / participate in the AGM through VC/ OAVM but shall not be entitled to cast their vote again. The Company is providing a facility for voting, through electronic voting system (e-voting) at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their voting rights at the meeting.

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

10. Since AGM is being held through VC/OAVM, the route map is not required and hence not annexed to this Notice.

11. M/s. **SNM & Associates**, Practicing Company Secretaries, under the proprietorship of Mr. Surjya Narayan Mishra, Practicing Company Secretary with C. P. No. 4684, has been appointed as Scrutinizer to scrutinize the remote e-voting process and voting during AGM in fair and transparent manner.

12. The Scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast during the meeting and thereafter unblock the votes cast through remote e-voting and make and shall provide in not later than 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him/her in writing, who shall countersign the same and declare the result of the voting forthwith.

13. The results of voting declared along with Scrutinizer's Report shall be placed on the Company's website www.indo-mim.com and also on the website of RTA MUFG Intime at https://instavote.linkintime.co.in/ immediately after the declaration of results by the Chairman or a person authorized by him in writing.

14. The Register of Directors and Key Managerial Personnel and their Shareholding as maintained under Sec 170 of the Companies Act 2013 and the Register of Contracts or Arrangements in which Directors are interested as maintained under Sec 189 of the Companies Act 2013 will be available for inspection by Members electronically.

15. Any grievances pertaining to AGM, VC / OVAM including remote voting, e-voting etc can be sent to the attention of Mr. Santosh Dash, Company Secretary, INDO-MIM Limited, 45(P), KIADB Industrial Area, Hoskote, Bangalore 562114, Ph: +918022048800, email cs@indo-mim.com with copy to investor.helpdesk@in.mpms.mufg.com .

16. The explanatory statement pursuant to Section 102 of the Act forms part of the Notice. As required under the Secretarial Standard – 2 and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") the relevant information of the director seeking re-appointment is attached as **Annexure - I**.

EXPLANATORY STATEMENT
(Pursuant to Section 102(1) of the Companies Act, 2013)

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice and should be taken as forming part of the Notice.

Item No. 3: To consider and ratify the remuneration payable to the cost auditor M/s. Jayaram & Associates, Practicing Cost Accountants with Firm Regn No. 101077 for FY27.

It is informed that maintenance of Cost Records is applicable to the Company under Section 148 of the Companies Act, 2013 read with Rule 3 of the Companies (Cost Records and Audit) Rules, 2014 and the Company is maintaining its Cost Records as per the requirement.

Further as per the provisions of Section 148 of the Companies Act, 2013 read with rule 4 of the Companies (Cost Records and Audit) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct audit of its cost accounts and records. The Board, at its meeting held on June 04, 2026, has appointed M/s. Jayaram & Associates, Cost Accountants, with Firm Regn No. 101077 as Cost Auditor of Company for FY27 to audit and report the adequacy of our Cost Records for FY27 as per prescribed Cost Accounting standards and Cost Audit Rules.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the rules made thereunder, the remuneration payable to the Cost Auditors has to be determined by the Board of Directors and ratified subsequently by the Members. Accordingly, ratification of the Members is sought by way of an Ordinary Resolution for the proposed remuneration of ₹2,50,000 (Rupees two lakh fifty thousand) per annum plus applicable Goods and Services Tax thereon along with out of pocket expenses and applicable taxes to the Cost Auditor to conduct Cost Audit for the financial year ending March 31, 2027.

The Board of Directors recommends the resolution at Item No. 3 of this Notice for approval of Members.

None of the Directors /Key Managerial Personnel of the Company and relatives thereof is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of the Notice.

Item No. 4: Appointment of the Secretarial Auditors of the Company for a period of Five years from Fy 2026-27 till Fy 2030-31.

Pursuant to the provisions of Regulation 24A of the SEBI Listing Regulations, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Board of Directors, at their meeting held on August 17, 2026, recommended the appointment of M/s. SNM & Associates, Practicing Company Secretaries (Certificate of Practice No. 4684), as the Secretarial Auditors of the Company, subject to approval of Members of the Company, for a term of five (5) consecutive Financial Years (FY) commencing from FY 2026-27 to FY 2030-31 at a remuneration of ₹1,50,000 (Rupees one lakh fifty thousand) plus applicable Goods and Services Tax thereon and reimbursement of out-of-pocket expenses for FY 2026-27 and for subsequent financial year(s) of their term, such fees as may be mutually agreed between the Board of Directors and the Secretarial Auditor.

M/s. SNM & Associates, Company Secretaries having professional experience spanning over more than 20 years specializing in Secretarial Audit, Due Diligence, Corporate Compliance Management and advisory services to the Corporate world on various matters.

M/s. SNM & Associates, Company Secretaries have provided their consent to be appointed as Secretarial Auditors of the Company for a term of five (5) consecutive Financial Years (FY) commencing from FY 2026-27 to FY 2030-31 and also confirmed that they are not disqualified to be appointed as Secretarial Auditors of the Company. They also confirmed that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India (ICSI) and hold a valid certificate issued by the Peer Review Board of the ICSI.

The Board of Directors recommends the resolution at Item No. 4 of this Notice for approval of Members.

None of the Directors /Key Managerial Personnel of the Company and relatives thereof is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

Item No. 5: Modification and Ratification of "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")".

And

Item No. 6: Ratification of the extension of the benefits under the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024") to the employees of Subsidiary, Associate or Holding companies of the Company.

INDO-MIM Limited ("INDO-MIM" or the "Company") has introduced the INDO-MIM Employees Stock Option Plan, 2001 for its Eligible Employees. Pursuant to the authority granted in terms of the approvals by the Board by way of a resolution dated 30th March 2024 and by Members by way of resolution dated 27th April 2024, in accordance with the provisions of the Companies Act, INDO-MIM Employees Stock Option Plan, 2001 was renamed as **INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024"**).

The effective date of the ESOP 2024 is 27th April 2024.

As per Regulation 12(1) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (SBEB Regulations), no company shall make fresh grant which involves allotment or transfer of shares to its employees under any schemes/plans formulated prior to its Initial Public Offering ("IPO") and prior to the listing of the equity shares ('Pre-IPO Scheme/ Plan') unless:

1. Such Pre-IPO Scheme/ Plan is in conformity with the SBEB Regulations and
2. Such Pre-IPO Scheme/ Plan is ratified by its members subsequent to the IPO:

Provided that the ratification may be done any time prior to the grant of new options.

As ESOP 2024 were in existence prior to the listing of equity shares on the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited, Members' approval is being sought in accordance with Section 62(1)(b) of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 12 of the SBEB Regulations.

Particulars as required under Section 62 (1)(b) of the Companies Act, 2013 read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014 are given below:

The Company appreciates the role played by employees in organizational growth. It strongly acknowledges that the value created by its employees should be shared with them. To create the feeling of inclusiveness and recognizing the contribution of the employees in building up the Company and to promote the culture of employee ownership and as well as to attract, retain, motivate and incentivize employees, the

Company is intending to issue employee stock options under Employees Stock Option Plan namely "**INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024"**)" to employees of the Company, its subsidiary company(ies), associate company(ies) and its holding company, as relevant, and as determined from time to time.

a) Brief Description of the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" is given as under:

The objective of the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" is to

- Share the benefits of collective success with Employees;
- Provide Employees with an incentive and ensure long-term commitment to the Company;
- Encourage Employees to view the Company from the perspective of part owners/ Shareholders; and
- Achieve greater focused performance of Employees towards business and responsibilities to ensure higher productivity.

The ESOP 2024 offers the Employees with a unique opportunity to accumulate Shares and enjoy the gains as the Share price increases. It is a reflection of the belief that Employees make a company successful, and they should share the rewards of its success. It is also a recognition of the fact that personal achievement and Company's achievement go hand in hand.

b) Total number of options to be granted:

The Company shall be authorized to issue to the Employees under ESOP 2024, not exceeding **7,23,04,615** (Seven Crore Twenty-Three Lakh Four Thousand Six Hundred Fifteen Only) Employee Stock Options convertible into 7,23,04,615 (Seven Crore Twenty-Three Lakh Four Thousand Six Hundred Fifteen Only) Equity Shares of face value of Rs. 01/- (Rupees one) each fully paid-up, with each such Option conferring a right upon the Employee to be issued one equity Share of the Company, in accordance with the terms and conditions of such issue. Further, the maximum number of Options to be granted per Employee per grant and in aggregate shall not exceed **48,00,000** (forty-eight lakh) equity shares of the company per year, unless separately approved by the Members via a special resolution.

c) Identification of classes of employees entitled to participate and be beneficiaries in the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")":

"Employee" means

i. an employee as designated by the Company, who is exclusively working in India or outside India; or

ii. a director of the Company, whether a whole-time director or not, including a non-executive director, who is not a promoter or member of the promoter group, but excluding an independent director; or

iii. an employee as defined in sub-clause (i) or (ii) in this para, of a group company including subsidiary or associate company, in India or outside India, or of a holding company of the Company,

but does not include-

a) an Employee who is a Promoter or a person belonging to the Promoter Group, or

b) a Director who either himself or through his relatives or through anybody corporate, directly or indirectly, holds more than ten per cent of the outstanding Equity Shares of the Company.

d) Appraisal Process for determining the eligibility of the employees to ESOPs:

The Nomination and Remuneration Committee will determine and designate from time to time the Eligible Employees to whom Options are to be issued and the number of Options to be granted to such Eligible Employees pursuant to the ESOP 2024. The Eligible Employees will be granted Options by the Nomination and Remuneration Committee based on the following criteria:

- Position of the employee in the Company;
- Length of the service in the Company;
- Performance records (i.e., performance-based on appraisal for period determined by the Nomination and Remuneration Committee);
- Merit of the Employees;
- Future potential contribution of the Employees;
- Such other factors that the Nomination and Remuneration Committee may deem relevant.

However, the Nomination and Remuneration Committee may waive any one or more of the requirements prescribed above, on a case-to-case basis, subject to the condition that the Employee is a permanent Employee of the Company.

e) Requirements of vesting and period of vesting:

Options Granted under the Plan shall vest within a specified time period or on achievement of certain performance milestones or both subject to a minimum Vesting Period of one (1) year, as determined by the Nomination and Remuneration Committee and as specified in the Letter of Grant issued to the Option Grantee.

Following table shall be applicable in case of various scenarios for vesting and exercising:

S No.	Events of Separation	Vested Options	Unvested Options
1.	Resignation	All Vested Options as on date of submission of resignation may be exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.	All Unvested Options by the Employee on the day of tendering resignation shall expire.
2.	Termination (with cause like fraud, misconduct, etc.),	All the options granted and are vested but which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.
3.	Termination (without cause)	All the options granted and are vested but which were not exercised at the time of such termination may be exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.
4.	Retirement/superannuation	All Vested Options shall be exercised by the Option Grantee within 15 (Fifteen) months from the date of Vesting of the Options	All Unvested Options as on Cessation Date would continue to vest in accordance with the respective vesting schedules even after retirement or superannuation in accordance with the company's policies and the Applicable Laws.

5.	Death	All Vested options, granted under a scheme to him/her till his/her death shall vest, with effect from the date of his/her death, in the legal heirs or nominees of the deceased employee, as the case may be and such options may be exercised by the Option Grantee's nominee or legal heir within a period of 15 (Fifteen) months from the date of Vesting of the Options, failing which all the Unexercised Options shall lapse irrevocably and the rights there under shall be extinguished and such lapsed options shall be available to the Company for further grants.	All Unvested Options as on the date of death shall vest immediately and may be exercised by the Option Grantee's nominee or legal heir/s within a period of 15 (Fifteen) months from the date of such Vesting of the Options, failing which all the Unexercised Options shall lapse irrevocably and the rights there under shall be extinguished and such lapsed options shall be available to the company for further grants.
6.	Permanent Disability	All Vested Options, granted to him/her under a Scheme as on the date of permanent incapacitation shall vest in him/her on that day and such Options may be exercised by the Option Grantee or, if the Option Grantee is himself/herself, unable to exercise due to such disability, the nominee or legal heir, immediately after, but in no event later than 15 (Fifteen) months from date of Vesting of the Options.	All Unvested Options as on the date of such Permanent Disability shall vest immediately and can be exercised by the Option Grantee or, if the Option Grantee is himself/herself unable to exercise due to such incapacity, the nominee or legal heir in the same manner as defined for Vested Options.

7.	Abandonment of Employment	All the Vested Options which were not Exercised shall stand cancelled. The Nomination and Remuneration Committee, at its sole discretion shall decide the date of cancellation of Options and such decision shall be binding on all concerned.	All Unvested Options shall stand cancelled. The Nomination and Remuneration Committee, at its sole discretion shall decide the date of cancellation of Options and such decision shall be binding on all concerned.
8.	Any other reason not specified above	The Nomination and Remuneration Committee shall decide whether the Vested Options as on that date can be exercised by the Option Grantee or not, and such decision shall be final.	All Unvested Options on the date of separation shall stand cancelled with effect from that date.

f) The maximum period within which the options shall be vested:

The Vesting Period of the Options granted pursuant to the ESOP 2024 shall be at least one year from the date of Grant and may be different for different Employees as more particularly set forth in the Grant and determined by the Nomination and Remuneration Committee subject to compliance with Applicable Law. The maximum Vesting Period for Options Granted under the ESOP 2024 shall be such period as may be decided by the Nomination and Remuneration Committee from time to time.

g) Exercise price or pricing formula:

(a) The Exercise Price shall be the face value of Rs.01/- (Rupees One) the equity shares of the Company on the date of grant or as may be decided by the Nomination and Remuneration Committee as is allowed under the Companies Act, and SEBI (SBEB and SE) Regulations, which in any case will not be lower than the face value of the equity Shares of the Company on the date of such grant. Further the Exercise Price can be different for different set of Employees for Options granted on same / different dates.

(b) No amount shall be payable by the Option Grantee at the time of grant and hence no amount is required to be forfeited even if an employee does not exercise the options within the exercise period and accordingly no adjustment is required to be made for the same.

(c) The Exercise Price shall be such price as may be decided by the Nomination and Remuneration Committee, on a case-to-case basis, subject to a maximum of fair value as per Applicable Law on the date of Vesting of the Option. In case of overseas Employees who are non-citizens of India, the Exercise Price shall be determined by the Nomination and Remuneration Committee subject to relevant regulations framed by the Government of India in this regard.

h) Exercise Period and the process of exercise:

a. While in employment/service:

The Vested Options with an Option Grantee while in employment/service with the Company may be Exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.

b. Exercise Period in case of separations:

The events of separation along with respective conditions regarding treatment of Vested Options and Unvested Options are as follows:

S No.	Events of Separation	Vested Options	Unvested Options
1.	Resignation	All Vested Options as on date of submission of resignation may be exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.	All Unvested Options by the Employee on the day of tendering resignation shall expire.
2.	Termination (with cause like fraud, misconduct, etc.),	All the options granted and are vested but which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.

3.	Termination (without cause)	All the options granted and are vested but which were not exercised at the time of such termination may be exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.
4.	Retirement/superannuation	All Vested Options shall be exercised by the Option Grantee within 15 (Fifteen) months from the date of Vesting of the Options.	All Unvested Options as on Cessation Date would continue to vest in accordance with the respective vesting schedules even after retirement or superannuation in accordance with the company's policies and the Applicable Laws.
5.	Death	All Vested options, granted under a scheme to him/her till his/her death shall vest, with effect from the date of his/her death, in the legal heirs or nominees of the deceased employee, as the case may be and such options may be exercised by the Option Grantee's nominee or legal heir within a period of 15 (Fifteen) months from the date of Vesting of the Options, failing which all the Unexercised Options shall lapse irrevocably and the rights there under shall be extinguished and such lapsed options shall be available to the	All Unvested Options as on the date of death shall vest immediately and may be exercised by the Option Grantee's nominee or legal heir/s within a period of 15 (Fifteen) months from the date of such Vesting of the Options, failing which all the Unexercised Options shall lapse irrevocably and the rights there under shall be extinguished and such lapsed options shall be available to the company for further grants.

		company for further grants.	
6.	Permanent Disability	All Vested Options, granted to him/her under a Scheme as on the date of permanent incapacitation shall vest in him/her on that day and such Options may be exercised by the Option Grantee or, if the Option Grantee is himself/herself, unable to exercise due to such disability, the nominee or legal heir, immediately after, but in no event later than 15 (Fifteen) months from date of Vesting of the Options.	All Unvested Options as on the date of such Permanent Disability shall vest immediately and can be exercised by the Option Grantee or, if the Option Grantee is himself/herself unable to exercise due to such incapacity, the nominee or legal heir in the same manner as defined for Vested Options.
7.	Abandonment of Employment	All the Vested Options which were not Exercised shall stand cancelled. The Nomination and Remuneration Committee, at its sole discretion shall decide the date of cancellation of Options and such decision shall be binding on all concerned.	All Unvested Options shall stand cancelled. The Nomination and Remuneration Committee, at its sole discretion shall decide the date of cancellation of Options and such decision shall be binding on all concerned.
8.	Any other reason not specified above	The Nomination and Remuneration Committee shall decide whether the Vested Options as on that date can be exercised by the Option Grantee or not, and such decision shall be final	All Unvested Options on the date of separation shall stand cancelled with effect from that date.

i) Lock-in period:

Shares allotted under the scheme shall not be subjected to any lock in period except as prescribed under Applicable Law.

j) Maximum number of options to be issued per employee and in aggregate:

The maximum number of Options to be granted per Employee per grant and in aggregate shall not exceed 48,00,000 (forty-eight lakh) equity shares of the company per year. However, the Nomination and Remuneration Committee reserves the right to decide the number of Options to be granted and the maximum number of Options that can be granted to each Employee within this ceiling.

k) Maximum quantum of benefits to be provided per Employee under the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")":

Unless otherwise determined by the Nomination and Remuneration Committee, the maximum benefits underlying the equity shares acquired by employees pursuant to the exercise of the ESOPs will be the difference in the exercise price and the market price of the equity shares.

l) Whether the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" is to be implemented and administered directly by the Company or through a trust:

The "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024") will be administered directly by the Company under the supervision of the Nomination and Remuneration Committee.

m) Whether "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024") scheme involves new issue of shares by the Company or secondary acquisition by the trust:

The "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" will involve only new issue of shares by the Company.

n) The amount of loan to be provided for implementation of the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024") by the Company to the trust, its tenure, utilization, repayment terms, etc.

Not Applicable

o) Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")"

Not Applicable

p) Method of option valuation:

The Company shall use change on intrinsic / Black Scholes method for valuation of the ESOPs or any other method required by Indian accounting standard.

The Company may choose to adopt a different methodology, as may be required, as per the applicable Indian accounting standards.

In the event the Company opts to use intrinsic method (as permitted under applicable Ind AS), then the following statement would be applicable:

'In case the company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report'.

q) The conditions under which option vested in employees may lapse:

The Options not exercised within the Exercise Period shall lapse and the Employee shall have no right over such lapsed or cancelled Options.

If an Option expires, lapses or becomes un-exercisable due to any reason, it shall be brought back to the Options pool and shall become available for future Grants, subject to compliance with the provisions of the Applicable Laws.

r) The specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:

S. No.	Events of Separation	Vested Options	Unvested Options
1.	Resignation	All Vested Options as on date of submission of resignation may be exercised by the Option grantee within a period	All Unvested Options by the Employee on the day of tendering resignation shall expire.

		of 15 (Fifteen) months from the date of Vesting of the Options.	
2.	Termination (with cause like fraud, misconduct, etc.),	All the options granted and are vested but which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.
3.	Termination (without cause)	All the options granted and are vested but which were not exercised at the time of such termination may be exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.

s) Disclosure and Accounting Policies:

1. The Company shall follow the laws / regulations applicable to accounting and disclosure related to the Employee Stock Options and Accounting Standard IND AS 102 or such other applicable Accounting Standard on Share- based payments and / or any relevant accounting standards as may be prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 and / or any relevant Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India ("ICAI") from time to time, including the disclosure requirements prescribed therein, in compliance with relevant provisions of Regulation 15 of SEBI SBEB Regulations.

2. The Company shall make disclosures to the prospective Option Grantees containing statement of risks, information about the Company and salient features of "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" a format as prescribed under SEBI SBEB Regulations.

3. The Company shall disclose details of Grant, Vest, Exercise and lapse of the Employee Stock Options in the Directors' Report or in an annexure thereof as prescribed under SEBI SBEB Regulations or any other Applicable Laws as in force.

t) Implementation of the Scheme

The shares arising after the IPO out of options granted under any scheme prior to its IPO to the employees, shall be listed immediately upon exercise on all the recognized stock exchanges where the shares of the company are listed subject to compliance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and wherever applicable, regulation 11 and 12 of SEBI SBEB and Sweat Equity Regulations.

u) Terms & conditions for buy-back, if any, of specified securities covered under the SEBI SBEB Regulations.

The procedure for buy-back of the Options granted under the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" if to be undertaken at any time by the Company, the Nomination and Remuneration Committee shall decide all applicable terms and conditions, including:
• permissible sources of financing for buy-back,
• any minimum financial thresholds to be maintained by the Company as per its last financial statements, and
• limits upon quantum of Options that the Company may buy-back in a financial year.

v) Listing:

In case of fresh Grant of Options after Listing, the Company shall obtain prior approval from the shareholders of the Company by way of ratification of the Pre IPO ESOP Plan.

w) Conditions under which option vested in employees may lapse e.g., in case of termination of employment for misconduct:

S. No.	Events of Separation	Vested Options	Unvested Options
1.	Termination (with cause like fraud, misconduct, etc.),	All the options granted and are vested but which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.

x) The specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:

S. No.	Events of Separation	Vested Options	Unvested Options
1.	Resignation	All Vested Options as on date of submission of resignation may be exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.	All Unvested Options by the Employee on the day of tendering resignation shall expire.
2.	Termination (with cause like fraud, misconduct, etc.),	All the options granted and are vested but which were not exercised at the time of such termination shall stand cancelled with effect from the date of such termination.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.
3.	Termination (without cause)	All the options granted and are vested but which were not exercised at the time of such termination may be exercised by the Option grantee within a period of 15 (Fifteen) months from the date of Vesting of the Options.	All the options granted and are unvested on the date of such termination shall stand cancelled with effect from the termination date.

y) Certificate from Secretarial Auditors:

The Board shall at each annual general meeting place before the shareholders a certificate from the Secretarial Auditors of the Company that the Plan has been implemented in accordance with the SEBI SBEB Regulations and in accordance with the resolution of the Company in the general meeting.

z) Statement to the effect that the company should comply with the applicable accounting standards:

1. The Company shall follow the laws / regulations applicable to accounting and disclosure related to the Employee Stock Options and Accounting Standard IND AS 102 on Share- based payments and / or any relevant accounting

standards as may be prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 and / or any relevant Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India ("ICAI") from time to time, including the disclosure requirements prescribed therein, in compliance with relevant provisions of Regulation 15 of SEBI SBEB Regulations.

2. The Company shall make disclosures to the prospective Option Grantees containing statement of risks, information about the Company and salient features of the "INDO-MIM Employees Stock Option Plan, 2024 ("ESOP 2024")" in a format as prescribed under SEBI SBEB Regulations.

3. The Company shall disclose details of Grant, Vest, Exercise and lapse of the Employee Stock Options in the Directors' Report or in an annexure thereof as prescribed under SEBI SBEB Regulations or any other Applicable Laws as in force.

ANNEXURE I

PROFILE OF DIRECTOR PROPOSED TO BE APPOINTED/RE-APPOINTED

(Additional information Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings)

Raj Chivukula

Address:	8201 Cattail DR, Longmont Colorado, 80503-7285, USA
Date of Birth & Age:	July 1, 1974, Age 52 years
Occupation:	Business
Educational Qualification:	Bachelor's degree in science Le Moyne College
Work Experience:	Current Designations i. Non-Independent Non-Executive Director of INDO-MIM Limited. ii. Director of INDO-MIM Inc., USA iii. Director of Phoenix DeVentures II Inc., USA iv. Director of Triax Industries, LLC, USA
Terms and conditions of appointment or reappointment:	Mr. Raj Chivukula is proposed to be appointed as Non-Independent Non-Executive Director of INDO-MIM Limited, liable to retire by rotation.
Details of remuneration sought to be paid:	Remuneration payable to Mr. Raj Chivukula will remain unchanged. At present, he is entitled to profit based commission of Rs. 24,00,000 (Rupees

	twenty-four lakh) per annum and sitting fee of Rs. 50,000 (Rupees fifty thousand) per each meeting of board, committee and members as may be attended by him from time to time.
Date of first appointment on the Board:	Mr. Raj Chivukula was first appointed to the Board of INDO-MIM Limited in the year 2004.
Shareholding in the company:	Mr. Raj Chivukula doesn't have any direct shareholding in the Company. However, he has indirect shareholding in INDO-MIM Limited through his shareholding in the holding company of INDO-MIM Limited.
Relationship with other Directors, Managers, and Key Managerial Personnel (KMP):	Mr. Raj Chivukula is the son of Mr. Krishna Chivukula (Chairman & Managing Director), stepson of Mrs. Jagadamba Chandrasekhar and brother of Mr. Krishna Chivukula Jr (Whole Time Director & Chief Executive Officer).
Number of Board meetings attended during the financial year (FY26):	Mr. Raj Chivukula attended 7 number of Board meetings out of 11 number of Board meetings held during FY 26.
Other directorships and committee memberships:	Directorship details of Mr. Raj Chivukula are as mentioned above. He doesn't hold any membership in any committee of INDO-MIM Limited.
Names of listed entities in which the person holds directorships and membership of Committees of the Board:	NIL

Classification: Public

InstaMeet VC Instructions

URL: https://instameet.in.mpms.mufg.com
Version V 1.7

INSTAMEET VC INSTRUCTIONS:

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

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

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

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

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

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

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

d) Click "Go to Meeting"
You are now registered for InstaMeet, and your attendance is marked for the meeting.

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

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.
b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

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

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

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

a) On the Shareholders VC page, click on link "Cast your vote".
b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.
d) After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against'.
f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

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

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

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

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

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

Helpdesk:

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

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

Classification: Public

Remote E-Voting Instructions

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

Version V 1.10

MUFG Intime India Private Limited
A part of MUFG Corporate Markets, a division of MUFG Pension & Market Services
(Formerly Link Intime India Private Limited)

REMOTE EVOTING INSTRUCTIONS:

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

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

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

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

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

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

Shareholders not registered for IDeAS facility:

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

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

Google Play | App Store

METHOD 3 - NSDL e-voting website

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

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

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

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

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

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) 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.

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

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

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

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

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

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.

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

   3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
   4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
      - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
      - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
      - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
   5. Set the password of your choice.
      (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).

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.mufg.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.mufg.com and the company at registered email address.

HELPDESK:

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

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

Individual Shareholders holding securities in demat mode:

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

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

Forgot Password:

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

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

- Click on **"Login"** under 'SHARE HOLDER' tab.
- 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