BLACK BOX
Telephone: +91 22 6661 7272 | Email: info.india@blackbox.com

BBOX/SD/SE/2026/80

August 24, 2026

To,

Corporate Relationship Department **Bombay Stock Exchange Limited** P.J. Towers, Dalal Street, Fort, Mumbai 400001	**Corporate Relationship Department** **National Stock Exchange Limited** Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai 400051

Sub: Submission of Notice of the 40th Annual General Meeting

Ref.: Scrip code: BSE: 500463/NSE: BBOX

Dear Sir/Madam,

This is with reference to our letter no. BBOX/SD/SE/2026/70 dated August 12, 2026, intimating the Stock Exchanges that the 40th Annual General Meeting ("AGM") of the Company is scheduled to be held on **Wednesday, September 16, 2026 at 11:00 A.M**. Indian Standard Time (IST) through Video Conferencing ("VC") facility provided by National Securities Depository Limited ("NSDL").

Further, pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), we hereby submit a copy of the Notice of the 40th AGM of the Company.

The aforesaid Notice is being dispatched electronically (through e-mail) to all the Members whose email addresses are registered with the Company/the Registrar & Share Transfer Agent/the Depository Participant(s).

Pursuant to Regulation 36(1)(b) of the SEBI Listing Regulations, the Company will also be sending a letter to the Shareholders whose e-mail addresses are not registered with Company/the Registrar & Share Transfer Agent/the Depository Participant(s) providing the exact weblink and path from where the Annual Report 2025-26 can be accessed on the Company's website.

The copy of the aforesaid Notice is also available on the website of the Company at www.blackbox.com.

This is for your information, record and necessary dissemination to all the stakeholders.

For **Black Box Limited**

ADITYA GOSWAMI
Digitally signed by ADITYA GOSWAMI
Date: 2026.08.24 17:33:44 +05'30'

Aditya Goswami
Company Secretary & Compliance Officer

Encl.: A/a.

NOTICE OF 40TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 40th Annual General Meeting of the Members of **BLACK BOX LIMITED** ("the Company") will be held on Wednesday, September 16, 2026 at 11:00 A.M. Indian Standard Time (IST) through Video Conferencing ("VC") to transact the following business(es):

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statement (Standalone and Consolidated) of the Company for the financial year ended March 31, 2026, the reports of the Board of Directors and Auditors thereon.

2. To appoint a director in place of Mr. Anshuman Ruia (DIN: 00008501), Executive Director of the Company who retires by rotation and being eligible, offers himself for re-appointment.

3. To declare a final dividend on Equity Shares of face value of ₹2/- each of the Company, for the financial year 2025-26.

SPECIAL BUSINESS:

4. **Reclassification of existing Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 ("the Act") and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to the reclassification of the existing Authorised Share Capital of the Company of ₹1,45,00,00,000/- (Rupees One Hundred and Forty-Five Crore only) divided into (a) 22,50,00,000 (Twenty-Two Crore Fifty Lakh) Equity Shares of ₹2/- each, (b) 50,00,000 (Fifty Lakh) Cumulative/Non- Cumulative Redeemable Preference Shares of ₹100/- each, and (c) 50,00,000 (Fifty Lakh) Convertible Preference Shares of ₹100/- each as **₹1,45,00,00,000/- (Rupees One Hundred and Forty-Five Crore only) divided into (a) 47,50,00,000 (Forty-Seven Crore Fifty Lakh) Equity Shares of ₹2/- each, (b) 25,00,000 (Twenty-Five Lakh) Cumulative/ Non- Cumulative Redeemable Preference Shares of ₹100/- each, and (c) 25,00,000 (Twenty-Five Lakh) Convertible Preference Shares of ₹100/- each** and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following new Clause V:

   V. The Authorised Share Capital of the Company is ₹1,45,00,00,000/- (Rupees One Hundred and Forty-Five Crore only) divided into 47,50,00,000 (Forty-Seven Crore Fifty Lakh) Equity Shares of ₹2/- each, 25,00,000 (Twenty-Five Lakh) Cumulative/ Non- Cumulative Redeemable Preference Shares of ₹100/- each and 25,00,000 (Twenty-Five Lakh) Convertible Preference Shares of ₹100/- each or such other denomination as may be approved by the Board on split or consolidation of such Preference Shares, with a right to receive dividends from year to year at a rate or rates not exceeding 15% per annum as may be determined by the Board of Directors at the time of issue of these shares, with power to increase or reduce such Capital from time to time, in accordance with the regulations of the Company and the legislative provisions for the time being in force in this behalf and with power to divide the Shares in the Capital for the time into Equity Share Capital or Preference Share Capital and to attach thereto respectively any preferential, qualified or special rights, privileges or conditions. If and whenever the Capital of the Company is divided into Shares of different classes, the rights of any such claims may be varied, modified, affected, extended, abrogated or surrendered as provided in the Articles of Association of the Company and the legislative provisions for the time being in force".

5. **Alteration of Articles of Association of the Company consequent to alteration of capital of the Company**

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

   "**RESOLVED THAT** pursuant to provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules framed thereunder, consent of the members of the Company be and is hereby accorded to delete and substitute the existing Article 4A of Articles of Association of the Company with the following new Article 4A:

4A. The Authorised Capital of the Company is ₹1,45,00,00,000/- (Rupees One Hundred and Forty-Five Crore only) divided into:-

i. 47,50,00,000 (Forty-Seven Crore Fifty Lakh) Equity Shares of ₹2/- each;

ii. 25,00,000 (Twenty-Five Lakh) Cumulative/Non-Cumulative Redeemable Preference Shares of ₹100/- each with a right to receive dividends from year to year at a rate or rates not exceeding 15% per annum as may be determined by the Board of Directors at the time of issue of these shares;

iii. 25,00,000 (Twenty-Five Lakh) Convertible Preference Shares of ₹100/- each or such other denomination as may be approved by the Board of Directors on split or consolidation of such Preference Shares with a right to receive dividends from year to year at a rate or rates not exceeding 15% per annum as may be determined by the Board of Directors at the time of issue of these shares;

each with the rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in these presents and with power to increase or reduce the capital and to divide the shares in the capital of the Company for the time being into Equity Share Capital and/or Preference Share Capital with qualified or special rights, privileges or conditions as may be determined in accordance with these presents and to modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be permitted by the Act or provided by these presents."

By Order of the Board of Directors
For **Black Box Limited**

Sd/-
Aditya Goswami
Company Secretary & Compliance Officer
Membership No. A27365

Place: Navi Mumbai
Date: August 12, 2026

Registered Office:-
501, 5th Floor, Building No.9, Airoli Knowledge Park, MIDC Industrial Area,
Airoli, Navi Mumbai - 400 708
CIN : L32200MH1986PLC040652
Contact : 022-66617272
Email: investors@blackbox.com
Website : www.blackbox.com

NOTES

1. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject ("MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), have permitted to conduct the Annual General Meeting ("AGM") of the Companies through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without physical the presence of Members at a common venue.

   In compliance with the applicable provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 40th AGM of the Company is being held through VC on Wednesday, September 16, 2026, at 11:00 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at 5th Floor, 501, Building No. 9, Airoli Knowledge Park, MIDC Industrial Area, Airoli, Navi Mumbai – 400708. Since the AGM will be held through VC, the Route Map for the Venue of the Meeting is not annexed in this Notice.

2. Pursuant to the MCA Circulars and SEBI Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM, as this AGM is being conducted through VC. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC and participate therein and cast their votes through e-voting. Institutional and Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to skjaincs1944@gmail.com with a copy marked to evoting@nsdl.co.in on or **before September 9, 2026.**

3. The relevant Explanatory Statement pursuant to Section 102(1) of the Act, setting out the material facts concerning special business(es) as set out above in Item No. 4 & 5, is annexed hereto. The relevant details required to be disclosed in respect to Director seeking re-appointment at this AGM pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meeting ("SS-2") issued by the Institute of Company Secretaries of India (ICSI) and other applicable provisions of the Act, have been provided in Annexure I to this notice.

4. Pursuant to the applicable provisions of the Act and SS-2 in conjunction with the relevant Circulars, the Register of Directors and Key Managerial Personnel and their shareholding, maintained in accordance with Section 170 of the Act and Register of Contracts or Arrangements in which Directors are interested, maintained in accordance with Section 189 of the Act ("Statutory Registers") will be available for inspection by the members at the website of NSDL https://www.evoting.nsdl.com during the AGM.

5. M/s. Datamatics Business Solutions Limited ("Datamatics") is the Registrar and Share Transfer Agent ("RTA") of the Company. All members and investors are hereby advised to contact Datamatics at the below mentioned contact details for any assistance, request or instruction regarding transfer or transmission of shares, dematerialization of shares, change/updation of residential address/email address/contact number, non-receipt of annual report, dividend payments or any other query/grievance relating to the shares of the Company:

   M/s. Datamatics Business Solutions Limited
   Plot No. A 16 & 17, Part B, Cross Lane, MIDC,
   Andheri (East), Mumbai – 400093
   Tel: +91 22 6671 2001 - 2006
   Fax: +91 22 6671 2209
   E- mail: investorsqry@datamaticsbpm.com

6. As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized. Further, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Datamatics for assistance in this regard.

7. To support the 'Green Initiative', members who have not yet registered their email addresses are requested to register the same with their Depository Participants (DPs) in case the shares are held by them in electronic form and with Datamatics in case the shares are held by them in physical form.

8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs (in case the shares are held by them in electronic form) as well as to Datamatics in Form No. ISR-1 quoting their folio number and enclosing the self-attested supporting document.

9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DPs in case the shares are held by them in electronic form and to Datamatics in case the shares are held in physical form.

10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send the details of such folios together with the share certificates to Datamatics, for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

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

12. Members who wish to seek any information with regard to the Company's Annual Report for FY 2026, Financial Statements (Standalone and Consolidated) along with the Directors' Report and Auditors' Report thereon or any matter to be placed at the AGM, are requested to address their query(ies) to the Company Secretary of the Company through email on investors@blackbox.com on or before September 9, 2026. This will enable the Management to keep the information readily available at the Meeting.

13. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at investors@blackbox.com on or before September 9, 2026. Only those Members who have pre-registered themselves as a speaker on the dedicated email id i.e. investors@blackbox.com will be allowed to express their views/ask questions during the AGM.

14. When a pre-registered speaker is invited to speak at the meeting but he/she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/camera along with good Internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

15. **Dividend related information:**

    The Board of Directors at its meeting held on May 26, 2026 has recommended a dividend of ₹1/- per equity share of face value of ₹2/- each for the FY 2026, subject to approval of members at the ensuing AGM. The record date to determine eligibility of members for payment of dividend is **Friday, August 28, 2026**. Dividend will be paid, if declared at the ensuing AGM, subject to Tax Deduction at Source (TDS), on September 23, 2026, as under:

    A. To all the Beneficial Owners as on the end of the day on **Friday, August 28, 2026**, as per the list of beneficial owners to be furnished by the Depositories in respect of the shares held in electronic form; and

    B. To all Members holding shares in physical form after giving effect to valid transmission or transposition request lodged with the Company as of the close of business hours on **Friday, August 28, 2026**.

    SEBI vide Notification No. SEBI/LADNRO/GN/2025/273 dated November 18, 2025, has mandated that all the payments to Shareholders with respect to Dividends shall be made in electronic mode only and no 'payable at par' warrants or cheques or drafts shall be issued towards dividend payouts. In the absence of ECS facilities or failure of electronic transfer of dividend, the Company will withhold the dividends until all the KYC related details are registered/updated by the Members with the Company's RTA (in case of physical shares) and with their respective DP (in case of demat shares).

    To receive dividends electronically directly into the bank accounts in a timely manner, Members are requested to keep their PAN (Aadhaar seeded), Bank Account Details, Mobile Number, Postal Address and Specimen Signature registered/updated by following the below process:

    1. **Members holding equity shares in physical form**

       Submit duly filled-in and signed ISR-1 and ISR-2, along with the following supporting documents to RTA of the Company:

- A signed request letter mentioning name (as recorded on the share certificate), folio number, complete address, scanned copy of the share certificate (front and back);
- Copy of cancelled cheque bearing 11 digits IFS Code, 9 digit MICR Code Number and the name of the Sole holder or First Holder; and
- Self-attested scan copy of PAN and Address proof.

2. **Members holding equity shares in demat form**

   Please contact your DP and register/update the said details in your demat account, as per the process advised by your DP.

Members may note that the Income-tax Act, 2025, ("the IT Act"), mandates that dividend paid or distributed by a company shall be taxable in the hands of members. The Company shall therefore be required to deduct TDS at the time of making the payment of final dividend. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 393(1) of the IT Act as follows:

Members having valid PAN	10%
Members not having PAN / valid PAN	20%

* As per Section 262 of the IT Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid / inoperative and such person shall be liable to all consequences under the IT Act and tax shall be deducted at the higher rates as provided in Section 397(2) of the IT Act i.e., 20% of tax deduction at source.

However, no tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during financial year 2026-27 does not exceed ₹10,000/- and also in cases where members provide Form 121, subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / nil withholding of tax. PAN is mandatory for members providing Form 121 or any other document as mentioned above.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 393(2) and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India (GOI) on the amount of dividend payable. However, as per Section 159 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA), read with Multilateral Instrument (MLI), between India and the country of tax residence of the shareholders, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the shareholders.
- Copy of the Tax Residency Certificate for financial year 2026-27 obtained from the revenue or tax authorities of the country of tax residence, duly attested by shareholders / authorized signatory.
- Electronic Form 41. (Form 41 can be obtained electronically through the e-filing portal of the income tax website at https://www.incometax.gov.in/iec/foportal.)
- Self-declaration by the shareholders of having no permanent establishment in India in accordance with the applicable tax treaty.
- Self-declaration of beneficial ownership by the non-resident shareholder.
- Any other documents as prescribed under the IT Act for lower withholding of taxes, if applicable, duly attested by the Shareholders.

In case of Foreign Institutional Investors (FII) / Foreign Portfolio Investors (FPI), tax will be deducted under Section 393(2) of the IT Act at the rate of 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents, if applicable.

The aforementioned documents, as applicable, may be sent to the Company at its Registered office address at ' The Company Secretary, 501, 5th Floor, Building No. 9, Airoli Knowledge Park, MIDC Industrial Area, Airoli, Navi Mumbai – 400708' or through email at investors@blackbox.com on or before September 9, 2026. No communication would be accepted from members after the said date, regarding tax-withholding matters. Shareholders may write to investors@blackbox.com for any clarifications on this subject.

Shareholders can check their tax credit in Form 168 from the e-filing account at https://www.incometax.gov.in/iec/foportal or "View Your Tax Credit" on https://www.tdscpc.gov.in.

16. Members are requested to address all correspondence, including dividend-related matters, to RTA or Company by sending e-mail at investorsqry@datamaticsbpm.com or investors@blackbox.com.

17. Members are requested to note that dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, the Company has transferred all the unpaid Dividends and relevant shares to the IEPF authority. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in e-Form No. IEPF-5 available on www.mca.gov.in.

The details of dividends declared by the Company in the past years and lying unpaid and unclaimed as on July 31, 2026 are given hereunder:

Financial Year	Type	Date of declaration	Dividend declared per equity share (₹)	Dividend lying unpaid/ unclaimed with the Company (₹ in Lakh)	Due date of transfer to IEPF
2024-25	Final Dividend	September 16, 2026	1	11.44	October 16, 2032

18. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report FY 2026 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report FY 2026 will also be available on the Company's website https://www.blackbox.com/en-in/investors, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

19. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

20. The Company has appointed M/s. S. K. Jain & Co, Practising Company Secretary (Membership No. 1473 and Certificate of Practice No. 3076) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner. The Scrutinizer will submit their report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), within 2 working days from the date of AGM.

The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and RTA, and will also be displayed on the Company's Website at www.blackbox.com.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING AGM THROUGH VC

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice.

The remote e-voting period begins on **Sunday, September 13, 2026 at 9:00 A.M. and ends on Tuesday, September 15, 2026 at 5:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members as on the **Cut-off Date i.e. Wednesday, September 9, 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up Equity Share capital of the Company as on the aforesaid Cut-off Date.

HOW DO I VOTE ELECTRONICALLY USING NSDL E-VOTING SYSTEM?

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2. Existing IDeAS user can visit the e-Services website of NSDL Viz. http://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at http://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: http://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: http://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL in your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form.

The .pdf file contains your 'User ID' and your 'initial password'.

ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com

   b) "Physical User Reset Password" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to skjaincs1944@gmail.com with a copy marked to evoting@nsdl.com . Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@blackbox.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@blackbox.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC link” placed under “Join meeting” menu against company name. You are requested to click on VC link placed under Join Meeting menu. The link for VC will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

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

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

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/ folio number, email id, mobile number at investors@blackbox.com. The same will be replied by the company suitably.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4 & 5

The existing Authorised Share Capital of the Company is ₹1,45,00,00,000/- (Rupees One Hundred and Forty-Five Crore only) divided into (a) 22,50,00,000 (Twenty-Two Crore Fifty Lakh) Equity Shares of ₹2/- each, (b) 50,00,000 (Fifty Lakh) Cumulative/Non-Cumulative Redeemable Preference Shares of ₹100/- each and (c) 50,00,000 (Fifty Lakh) Convertible Preference Shares of ₹100/- each.

As on date, the Paid-up Equity Share Capital of the Company stands at ₹35,51,98,410/- (Rupees Thirty-Five Crore Fifty One Lakh Ninety-Eight Thousand Four Hundred and Ten only) comprising 17,75,99,205 (Seventeen Crore Seventy-Five Lakh Ninety-Nine Thousand Two Hundred and Five) Equity Shares of ₹2/- each against the existing Authorised Equity Share Capital of ₹45,00,00,000/- (Rupees Forty-Five Crore only) comprising 22,50,00,000 (Twenty-Two Crore Fifty Lakh) Equity Shares of ₹2/- each. Considering that a substantial portion of the Authorised Equity Share Capital has already been utilized and in view of the Company's anticipated long-term funding requirements, which may be met through the issuance of equity shares and/or equity-linked instruments, it is considered necessary to increase the available equity capital headroom.

Accordingly, in order to provide greater financial flexibility for future capital raising activities without increasing the overall Authorised Share Capital of the Company, the Board of Directors, at its meeting held on **August 12, 2026**, approved the reclassification of a portion of the existing unissued preference share capital into equity share capital while maintaining the aggregate Authorised Share Capital of the Company at the existing level.

Pursuant thereto, it is proposed to reclassify and restructure the Authorised Share Capital of the Company as ₹1,45,00,00,000/- (Rupees One Hundred and Forty-Five Crore Only) divided into (a) 47,50,00,000 (Forty-Seven Crore Fifty Lakh) Equity Shares of ₹2/- each, (b) 25,00,000 (Twenty-Five Lakh) Cumulative / Non-Cumulative Redeemable Preference Shares of ₹100/- each; and (c) 25,00,000 (Twenty-Five Lakh) Convertible Preference Shares of ₹100/- each.

The proposed reclassification will not result in any increase in the aggregate Authorised Share Capital of the Company and is intended solely to optimize the capital structure by increasing the proportion of Authorised Equity Share Capital available for future issuances.

Consequent upon the aforesaid reclassification of the Authorised Share Capital, Clause V of the Memorandum of Association and Article 4A of the Articles of Association of the Company are required to be amended to reflect the revised capital structure.

In terms of the provisions of Sections 13, 14, 61 and 64 of the Companies Act, 2013, read with the rules made thereunder and other applicable statutory provisions, approval of the members is required for the proposed alteration of the Authorised Share Capital and the consequent amendments to the Memorandum of Association and Articles of Association of the Company.

The Memorandum of Association and Articles of Association of the Company, together with the proposed amendments, shall be available for inspection by the members during business hours on all working days up to the date of the Annual General Meeting and shall also be made available electronically for inspection by the members.

The Board of Directors recommends the **Ordinary Resolution** set out at Item No. 4 and the **Special Resolution** set out at Item No. 5 of the accompanying Notice for approval of the members.

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

Annexure I

Details of the Directors seeking re-appointment in forthcoming Annual General Meeting

[Pursuant to regulation 36(3) of SEBI Listing Regulations & Secretarial Standards on General Meeting ("SS-2")]

Name of Director	**Mr. Anshuman Ruia**
DIN	00008501
Date of Birth	March 11, 1971
Age	55 years
Date of first appointment	September 10, 2020
Qualifications	Bachelor's degree in Commerce
Expertise in specific functional areas; Qualifications and Brief Resume/ Profile	Mr. Anshuman Ruia is a second-generation entrepreneur from the Ruia family that founded Essar. His father Shashi Ruia and uncle Ravi Ruia established the company in 1969. Essar is one of India's leading multinational conglomerates, with businesses across the core sectors of Energy, Infrastructure, Metals & Mining, and Technology & Retail. With annual revenues of ~US$15 Billion, the Group is focused not only on transforming industry landscapes through carbon-efficient solutions today, but also on investing in building ecosystems and assets for a more sustainable tomorrow. Mr. Anshuman leads the Group's technology investments and is driving growth initiatives in Black Box, Essar's integrated technology solutions business. He is also spearheading Essar's green mobility ecosystem through investments in Blue Energy Motors, GreenLine Mobility Solutions, and Ultra Gas & Energy. Together, these ventures are building integrated solutions across manufacturing, fleet operations, and green fuel retailing for LNG and EV trucking. Known for his financial acumen and project execution capabilities, Mr. Anshuman has played a significant role in Essar's value creation journey. He was instrumental in scaling Aegis, Essar's erstwhile BPO business, which expanded more than tenfold within a short span. Under his leadership, the Group invested $25 Million in the business and ultimately realized a cumulative value of $1.1 Billion from its sale, while also receiving cash dividends totaling $250 Million over the investment period. Mr. Anshuman also played a key role in the development of the 20 MTPA refinery at Vadinar Refinery, one of India's most advanced refineries. The refinery was later acquired by Rosneft and the Trafigura-UCP consortium in a landmark US$ 12.9 Billion transaction, which remains among the largest foreign direct investments in India's energy sector. A strong proponent of modular project management, Mr. Anshuman has consistently driven the timely execution of large-scale assets of national importance. A firm believer in bold decision-making and strategic transformation, Mr. Anshuman leads growth through investments in asset-light and new-age businesses, and is also actively involved in global expansion plans of Essar's ports business. Mr. Anshuman's deep understanding of finance and corporate structures has earned him wide respect across the business community. He is a member of the Young Presidents' Organization (YPO). Mr. Anshuman is married to Radhika and has two sons, Yuvraj and Yudhishthir. Beyond business, Mr. Anshuman is a passionate music enthusiast and an avid table tennis player.
Remuneration proposed to be paid	NIL
Remuneration drawn during FY 2026	NIL

Name of Director	Mr. Anshuman Ruia
Directorship held in other Listed Companies as on date	None
Name/s of other Listed Companies in which the Director holds membership in the Committees	None
Name/s of Listed entities in which director has resigned in the past three years	None
Shareholding in the Company	None
Relation with other Director, Managers and Key Managerial Personnel	Unrelated, except being on the Board of the Company
No. of Board Meetings attended during FY 2026	Three (3)
Skills and capabilities required for the role and the manner in which the Independent Directors meet the requirements	Not Applicable