IMEC Services Limited
501/B, Mahakosh House, 7/5, South Tukoganj,
Nath Mandir Road, Indore-452001 (M.P.), India.
Phone: +91-731-4017509, 4017510
CIN: L74110MH1987PLC142326

IMEC/BSE/25/2026-27
September 02, 2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Rotunda Building, Dalal Street,
Mumbai-400001

Subject: Notice of 38th Annual General Meeting ("AGM") of the Company to be held on Friday,25th day of September, 2026.

Dear Sir/ Ma'am,

In compliance with Regulation 30 and Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Notice of the 38th Annual General Meeting ("AGM") of the Company for the financial year 2025-26, scheduled to be held on Friday, September 25, 2026 at 03:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Company has made arrangements for providing electronic voting facility to the Members for participating in and voting on the businesses proposed to be transacted at the 38th AGM, in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Company has commenced dispatch of the Notice of the 38th AGM to the shareholders through electronic mode today, i.e., September 02, 2026.

The Company has appointed Central Depository Services (India) Limited ("CDSL") to provide the VC/OAVM facility and e-voting facility for the AGM. The remote e-voting period shall commence on Tuesday, September 22, 2026 at 10:00 A.M. (IST) and shall end on Thursday, September 24, 2026 at 05:00 P.M. (IST). The cut-off date for determining the eligibility of Members to vote through remote e-voting is Friday, September 18, 2026.

Members may cast their votes either through remote e-voting prior to the AGM or through e-voting during the AGM held through VC/OAVM. The detailed instructions for remote e-voting and e-voting during the AGM, including instructions applicable to Members holding shares in dematerialized mode or physical mode and Members who have not registered their e-mail addresses, are provided in the Notice of the AGM.

The Notice of the 38th AGM will also be available on the website of the Company at www.imecservices.in.

Thank you,
Yours truly,

For IMEC Services Limited
RAJESH SONI
Digitally signed by RAJESH SONI
Rajesh Soni
Director
DIN: 00574384

NOTICE FOR THE 38th ANNUAL GENERAL MEETING

To,
The Members
IMEC Services Limited,

NOTICE

NOTICE is hereby given that the 38th Annual General Meeting of the Members of IMEC Services Limited (CIN: L74110MH1987PLC142326) ('the Company') is scheduled to be held on **Friday, September 25, 2026 at 03.00 P.M**. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026, TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.**

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

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

2. **TO APPOINT MR. RAJESH SONI (DIN: 00574384), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

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

"RESOLVED THAT in accordance with the provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013, Mr. Rajesh Soni (DIN:00574384), who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as Non- Executive Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **TO APPROVE THE APPOINTMENT OF MS. ANJALI JAIN (DIN: 07757314), AS AN INDEPENDENT WOMAN DIRECTOR OF THE COMPANY.**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV to the Companies Act, 2013, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, **Ms. Anjali Jain (DIN: 07757314)** who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Woman Director, with effect from August 14, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section

161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as an Independent Woman Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years commencing from August 14, 2026.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for giving effect to this resolution."

4. **TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. GIRDHARI SAGARVANSHI (DIN: 11888371) AS WHOLE-TIME DIRECTOR OF THE COMPANY AND TO DESIGNATE HIM AS CHIEF EXECUTIVE OFFICER AND KEY MANAGERIAL PERSONNEL OF THE COMPANY.**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, the Rules made thereunder, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members be and is hereby accorded for the appointment of Mr. Girdhari Sagarvanshi (DIN: 11888371) as Whole-time Director (WTD) and designate him as Chief Executive Officer (CEO) & Key Managerial Personnel (KMP) of the Company for a period of Five (05) years with effect from August 14, 2026 upon the terms and conditions, including remuneration, as set out in the Explanatory Statement annexed hereto, be and is hereby approved."

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter, vary or revise the terms and conditions of appointment and remuneration of Mr. Girdhari Sagarvanshi within the limits prescribed under the Companies Act, 2013 and applicable laws.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

Registered Office:
611, Tulsiani Chambers,
Nariman Point,
Mumbai – 400021
Maharashtra

CIN: L74110MH1987PLC142326
Tel. No.: 022 2285 1303
Website: www.imecservices.in
E-mail: investor@imecservices.in

Date: August 14, 2026
Place: Indore

By order of the Board of Directors
For IMEC Services Limited

Sd/-
Harsh Saxena
Company Secretary & Compliance Officer

NOTES:

1. In compliance with the applicable General Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and the applicable circulars issued by the Securities and Exchange Board of India ("SEBI Circulars"), and in compliance with the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 38th (Thirty-Eighth) Annual General Meeting ("AGM") of the Company is being conducted through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), which does not require the physical presence of Members at a common venue. The Company has appointed Central Depository Services (India) Limited ("CDSL") to provide the VC/OAVM facility for the AGM and the facility for remote e-voting and e-voting during the AGM. The detailed procedure for participating in the AGM through VC/OAVM and casting votes through remote e-voting and e-voting during the AGM is provided in the Notice and is also available on the website of the Company at www.imecservices.in.

2. In accordance with the provisions of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with the Guidance Notes/Clarifications issued by ICSI from time to time, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed venue of the AGM. The AGM will be conducted through VC/OAVM and no physical attendance of Members shall be required at the Registered Office. The deemed venue of the AGM shall be the Registered Office of the Company situated at **611, Tulsiani Chambers, Nariman Point, Mumbai – 400021**.

3. Since this AGM is being held through VC/OAVM in accordance with the applicable MCA and SEBI circulars, physical attendance of Members has been dispensed with and there is no provision for appointment of proxies. Accordingly, the facility for appointment of proxies by the Members under Section 105 of the Companies Act, 2013 ("Act") will not be available for the 38th (Thirty-Eighth) AGM and hence the Proxy Form, Attendance Slip and route map are not annexed to this Notice. However, in terms of Sections 112 and 113 of the Act, representatives of Members falling within the purview of the said provisions may attend the AGM through VC/OAVM and cast their votes through e-voting.

4. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. Corporate Members intending to send their authorized representative to attend the AGM through VC/OAVM facility are requested to send a duly certified copy of Board Resolution/Authorization Letter to the Company, authorizing their representative to attend and vote on their behalf at the AGM.

6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act, along with the relevant documents referred to in this Notice, will be available electronically for inspection by the Members during the AGM through VC/OAVM. All the documents referred to in the accompanying Notice shall also be available for inspection through electronic mode, without any fee, by the Members from the date of circulation of this Notice up to the date of the AGM. Members seeking to inspect such documents may send their request through e-mail to investor@imecservices.in.

7. Information pursuant to Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) in respect of the Directors seeking appointment/re-appointment at the AGM is furnished in Annexure-I, which is annexed to this Notice and forms part of the Notice. The Directors seeking appointment/re-appointment have furnished the requisite consent/declarations for their appointment/re-appointment.

Sending of Annual Report through electronic mode:

1. In accordance with the applicable MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or with their Depository Participant(s)/Depositories.

2. The Notice of the AGM and the Annual Report are also available on the website of the Company at www.imecservices.in, on the website of BSE Limited at www.bseindia.com and on the website of CDSL, being the agency providing the remote e-voting facility and e-voting facility during the AGM, at www.evotingindia.com.

3. The procedure for obtaining the Annual Report, AGM Notice and e-Voting instructions by Members whose e-mail addresses are not registered with the Company/Depositories/Depository Participants/RTA is as under:

Members are advised to register/update their e-mail address and mobile number immediately, in case they have not done so earlier:

- In case of shares are held in demat mode, with their respective DPs.

- In case of shares held in physical mode, by accessing the link https://www.bigshareonline.com or by sending an email to the RTA at investor@bigshareonline.com with details of Folio number, e-mail id and attaching a self-attested copy of PAN card.

- After due verification, the Company/ RTA will send login credentials for attending the AGM and voting to the registered email address.

- Any person who becomes a shareholder of the Company after sending of the AGM Notice and holding shares as on the cut-off date may obtain the user Id and password in the manner provided in the AGM Notice.

4. The items of business set out in the Notice of the AGM dated August 14, 2026 may be transacted through remote e-voting. The remote e-voting facility is being provided to Members whose names appear in the Register of Members/List of Beneficial Owners as on the cut-off date, i.e., Friday, September 18, 2026, to exercise their right to vote electronically. Members are requested to cast their vote through remote e-voting if they are unable to attend the AGM through VC/OAVM.

5. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice of the AGM and holds shares as on the cut-off date, i.e., Friday, September 18, 2026, may obtain the User ID and password in the manner provided in the Notice and may cast their vote through remote e-voting.

6. In terms of Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, except in cases of transmission or transposition, requests for effecting transfer of securities of listed companies shall not be processed unless the securities are held in dematerialised form with a Depository. In view of the above and to eliminate all risks associated with physical shares, Members holding shares in physical form are requested to consider converting their holdings into dematerialized form. Members may contact the Company or its RTA, Bigshare Services Private Limited, for the same.

7. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to send their queries to the Company Secretary and Compliance Officer

through e-mail at least **seven days before the date of the AGM**, so that the required information may be made available at the AGM.

8. **Investor Grievance Redressal:** The Company has designated an exclusive e-mail ID i.e. investor@imecservices.in to enable the investors to register their complaints/ send correspondence, if any.

9. **Participation in the AGM:** Members entitled to participate in the AGM may join the AGM through VC/OAVM using the login credentials provided in accordance with the procedure set out in this Notice. The detailed procedure for joining the AGM through VC/OAVM and voting during the AGM is provided in the e-Voting instructions forming part of this Notice.

E-Voting Process & Instructions:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars and SEBI the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

A. Instructions for shareholders for e-voting and joining virtual meetings are as under:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress 3) As per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 4) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 5) 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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. CDSL and NSDL

Login type	Helpdesk details
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.comor contact at toll free no. 1800 22 55 33
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

(i) The voting period begins on Tuesday, September 22, 2026 at 10:00 A.M. (IST) and ends on Thursday, September 24, 2026 at 5:00 P.M. (IST) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, September 18, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) A Member who had already casted his/her vote by remote e-voting prior to the AGM may attend the AGM through VC/OAVM but shall not be entitled to cast his/her vote again at the AGM.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the Demat account holders, by way of a single login credential, through their Demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investor@imecservices.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1) For Physical shareholders- please provide necessary details like 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 Company/RTA email id.

2) For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3) For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

General Instructions

1. The cut-off date for the purpose of e-voting has been fixed as Friday, September 18, 2026. Shareholders holding shares as on this date only are entitled to vote under either mode.

2. Voting rights of shareholders shall be in proportion to their shareholding in the Company as on the cut-off date i.e. Friday, September 18, 2026.

3. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.com and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution in PDF format in the system for the scrutinizer to verify the vote.

4. In case a shareholder by inadvertence or otherwise has voted under both options, his voting by Remote e-Voting only will be considered.

5. Mr. Burhanuddin Ali Husain Maksi Wala, (A.C.S. No. 41988; C.P. No. 23193), Proprietor of B Maksi Wala & Associates., Practicing Company Secretaries, Indore has been appointed as

the Scrutinizer.

6. The Scrutinizer will after the conclusion of voting at the AGM:

   i) First unblock and count the votes cast at the AGM through e-voting.
   ii) Then unblock the votes cast through Remote e-Voting.
   iii) Both the above will be done in the presence of two witnesses not in the employment of the company.
   iv) Make a consolidated Scrutinizer's report (integrating the votes cast at the meeting & through Remote e-Voting) of the total votes cast in favour or against, to the Chairman.
   v) The Scrutinizer's report as above would be made soon after the conclusion of AGM and in any event not later than three days from the conclusion of the meeting.

7. Voting Results:

   i) The Chairman of the AGM or a person authorized by him in writing will authenticate the result of the voting based on the Scrutinizer's report and have it declared.

   ii) The results will be declared within 48 hours after the AGM. The results declared along with the scrutinizer's report shall be uploaded on the company's website www.imecservices.in and on the website of CDSL www.evotingindia.com and the same shall also be communicated to BSE Limited, where the shares of the Company are listed.

   iii) Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of AGM.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

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

ITEM NO. 3:

APPOINTMENT OF MS. ANJALI JAIN (DIN: 07757314) AS AN INDEPENDENT WOMAN DIRECTOR OF THE COMPANY

The Board of Directors of the Company, at its meeting held on August 14, 2026, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Anjali Jain (DIN: 07757314) as an Additional Director in the capacity of an Independent Woman Director of the Company with effect from August 14, 2026, pursuant to the provisions of Section 161 of the Companies Act, 2013.

In terms of Section 161 of the Act, Ms. Anjali Jain holds office as an Additional Director in the capacity of an Independent Woman Director up to the date of the ensuing Annual General Meeting. The Company has received the requisite notice under Section 160 of the Act proposing her candidature for appointment as a Director of the Company.

The Board proposes to appoint Ms. Anjali Jain as an in the capacity of an Independent Woman Director for a period of five (5) consecutive years commencing from August 14, 2026. She shall not be liable to retire by rotation.

The Company has received from Ms. Anjali Jain:

- Consent to act as a Director in Form DIR-2;
- Declaration that she is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013;
- Declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Declaration under Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Confirmation that she is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority;
- Confirmation regarding registration with the Independent Directors' Databank, wherever applicable.

The Board is of the opinion that Ms. Anjali Jain fulfils the conditions specified under the Act and the Listing Regulations for appointment as an in the capacity of an Independent Woman Director and that she is independent of the management of the Company.

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

Except Ms. Anjali Jain and her relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said Resolution.

ITEM NO. 4 APPOINTMENT OF MR. GIRDHARI SAGARVANSHI (DIN: 11888371) AS WHOLE-TIME DIRECTOR & CHIEF EXECUTIVE OFFICER OF THE COMPANY.

The Board of Directors, at its meeting held on **August 14, 2026**, based on the recommendation of the Nomination and Remuneration Committee, appointed **Mr. Girdhari Sagarvanshi (DIN: 11888371) as Whole-time Director, designated as Chief Executive Officer (CEO) and Key Managerial Personnel (KMP)** of the Company for a period of five (5) years with effect from August 14, 2026, subject to approval of the Members of the Company.

The Board considers that his appointment will be beneficial to the Company considering his qualifications, experience, expertise and suitability for the position.

The principal terms and conditions of his appointment, as approved by the Board on the recommendation of the Nomination and Remuneration Committee, are set out below:

THE PRINCIPAL TERMS AND CONDITIONS OF HIS APPOINTMENT ARE AS UNDER:		
Sr. No.	**Particulars**	**Details**
1	Name	Mr. Girdhari Sagarvanshi
2	Designation	Whole-time Director, designated as Chief Executive Officer (CEO) and KMP
3	Date of appointment	August 14, 2026
4	Period of appointment	Five (5) years from August 14, 2026
5	Remuneration & Other benefits	As approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, in accordance with the applicable provisions of the Companies Act, 2013 and Schedule V thereto. The details of remuneration and other relevant particulars are provided separately in the applicable annexure forming part of this Report.
6	Duties and Responsibilities:	Overall management and day-to-day affairs of the Company, subject to the superintendence, control and direction of the Board of Directors.

Mr. Girdhari Sagarvanshi possesses rich experience, knowledge and expertise in business management and administration. The Board believes that his leadership, experience and strategic guidance will significantly contribute to the growth and development of the Company.

The information required under the Companies Act, 2013, Schedule V thereto, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 forms part of this Explanatory Statement or is otherwise provided in the Notice.

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

Except Mr. Girdhari Sagarvanshi and his relatives, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said Resolution, except to the extent of their shareholding, if any, in the Company.

ANNEXURE-1

The details of Director seeking appointment/re-appointment at the forthcoming Annual General Meeting pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India, are furnished below:

Particulars	**Mr. Rajesh Soni**	**Ms. Anjali Jain**	**Mr. Girdhari Sagarvanshi**
DIN	00574384	07757314	11888371
Age	60 years	35 Years	53 Years
Nationality	Indian	Indian	Indian
Qualifications	Bachelor's Degree in science	Associate Member of the Institute of Company Secretaries of India (ICSI)	Bachelor's Degree
Date of first appointment on the Board of the Company	February 10, 2022	August 14, 2026	August 14, 2026
Designation	Non-Executive Director	Additional Director in the capacity of Independent Woman Director	Whole-time Director and Chief Executive Officer
Term of appointment/re-appointment	Liable to retire by rotation	Five (5) consecutive years commencing from August 14, 2026	Five (5) years commencing from August 14, 2026
Nature of appointment	Re-appointment pursuant to retirement by rotation	Additional Director in the capacity of Independent Woman Director	Appointment as Whole-time Director and designation as CEO & KMP
Expertise in specific functional area	He has knowledge and experience in the field of Steel Industry of more than 26 years. He possesses appropriate balance of skills, experience and knowledge.	Ms. Anjali Jain is an Associate Member of the Institute of Company Secretaries of India (ICSI) and has over 9 years of experience in the field of Secretarial compliance. She has expertise in secretarial matters, corporate governance and regulatory Compliances.	Mr. Girdhari Sagarvanshi holds a Bachelor's Degree and has over 20 years of experience in management. He has extensive experience in business management, administration and organizational affairs. His experience and knowledge are expected to contribute to the overall growth and governance of the Company.
Relationship with other Directors and Key Managerial Personnel of the Company	None	None	None
Terms and conditions of appointment/re-appointment	The Terms and conditions shall be subject to the provisions of the Companies Act, 2013, SEBI LODR Regulations and the applicable terms and conditions approved by the Board/Members.	The Terms and conditions shall be subject to the provisions of the Companies Act, 2013, SEBI LODR Regulations and the applicable terms and conditions approved by the Board/Members.	The Terms and conditions shall be subject to the provisions of the Companies Act, 2013, SEBI LODR Regulations and the applicable terms and conditions approved by the Board/Members.

Directorships held in other Companies	Agrotrade Enterprises Limited- Independent Director Steeltech Resources Limited- Independent Director Imec Services Limited - Director	Savy Infra And Logistics Limited-Independent Director Italian Edibles Limited-Independent Director Eightyeight Pictures cgtech Limited- Independent Director Sugna Metals Limited-Independent Director	NIL
Memberships/ Chairmanships of Committees of listed entities	Steeltech Resources Limited Audit Committee – Member Agrotarde Enterprises Limited Audit Committee – Chairman	• Savy Infra And Logistics Limited Audit Committee-Member Nomination & Remuneration Committee-Member Stakeholders Relationship Committee-Member • Italian Edibles Limited-Independent Director Audit Committee-Member Nomination & Remuneration Committee-Member Stakeholders Relationship Committee-Member	NIL
Listed entities from where he/she has resigned in the past three years	NIL	Samyak International Limited- Director	NIL
Whether debarred from holding the office of Director by virtue of any SEBI order or any other such authority	No	No	No
Number of Shares held in Company	NIL	NIL	NIL
No. of Board meetings entitled/attended during the year	4	NA	NA
Remuneration last drawn	NIL	NA	NA

ANNEXURE-2

DISCLOSURES UNDER SCHEDULE V TO THE COMPANIES ACT, 2013

I. GENERAL INFORMATION

(1) Nature of industry

The Company is engaged in the business of **Management and Consultancy Services** inter alia – information technology, engineering & technical and other trading activities.

(2) Date or expected date of commencement of commercial production

The Company has already commenced its commercial operations and is an existing operating company. Accordingly, the requirement relating to the expected date of commencement of commercial production is **not applicable**.

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not Applicable, as the Company is an existing company and is not a new company.

(4) Financial performance based on given indicators

The financial performance of the Company for the last three financial years is as follows:

(In Lakhs)

Particulars	FY 2025-26	FY 2024-25	FY 2023-24
Revenue from Operations	23.01	2822.47	641.38
Other Income	24.31	52.67	3.12
Profit/(Loss) before Tax	(213.86)	2541.95	3.25
Profit/(Loss) after Tax	621.05	2541.91	3.25
Net Worth	3,318.76	2695.72	153.62

(5) Foreign investments or collaborations, if any

There are **no foreign investments or collaborations** in the Company.

II. INFORMATION ABOUT THE APPOINTEE

(1) Background details

Mr. Girdhari Sagarvanshi holds a Bachelor's Degree and has over 20 years of experience in management. He has extensive experience in business management, administration and organizational affairs. His experience and knowledge are expected to contribute to the overall growth and governance of the Company.

He was appointed as Whole-time Director of the Company and designated as Chief Executive Officer and KMP with effect from August 14, 2026.

(2) Past remuneration

Mr. Girdhari Sagarvanshi was appointed as Whole-time Director of the Company with effect from August 14, 2026. Accordingly, **no remuneration was drawn by him from the Company during the financial year 2025-26**.

(3) Recognition or awards

N. A.

(4) Job profile and his suitability

As Whole-time Director and Chief Executive Officer, Mr. Girdhari Sagarvanshi shall be responsible for the overall management and day-to-day affairs of the Company, subject to the superintendence, control and direction of the Board of Directors.

His responsibilities shall include providing strategic and operational leadership, overseeing the Company's business activities, implementing the decisions of the Board and ensuring effective management and administration of the Company.
The Board, based on the recommendation of the Nomination and Remuneration Committee, considers that his qualifications, experience, knowledge and managerial capabilities make him suitable for the position of Whole-time Director and Chief Executive Officer of the Company.

(5) Remuneration proposed

The remuneration proposed to be paid to Mr. Girdhari Sagarvanshi, as approved by the Board on the recommendation of the Nomination and Remuneration Committee as bellows:

Basic Salary per month: Rs. 5,77,50/- with such annual increment or revision from time to time, as the Nomination & Remuneration Committee of the Board may decide;

Perquisites and Allowances: As may be determined by the Nomination and Remuneration Committee from time to time

Variable Pay: As the Nomination & Remuneration Committee of the Board may decide

The Company’s contribution to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, as per the rules of the Company, shall be in addition to the remuneration as above.

(6) Comparative remuneration profile

The remuneration proposed to be paid to Mr. Girdhari Sagarvanshi has been determined having regard to the responsibilities attached to the position, his qualifications, experience and expertise, the size and nature of operations of the Company and prevailing industry practices.

The remuneration is considered reasonable and commensurate with the duties and responsibilities of the position of Whole-time Director and Chief Executive Officer.

(7) Pecuniary relationship

Mr. Girdhari Sagarvanshi is **not related to any Director or Key Managerial Personnel of the Company** within the meaning of the Companies Act, 2013.

III. OTHER INFORMATION

This part is particularly important **if the Company has no profits or inadequate profits and the remuneration is proposed under Schedule V**.

(1) Reasons of loss or inadequate profits

During the financial year under review, the Company incurred a loss at the Profit Before Tax level, primarily due to lower operating income and the fact that certain service-related business initiatives had not yet reached their anticipated level of operations and revenue generation. The Company is taking various measures to strengthen its service operations, improve revenue generation and enhance profitability. Consequently, the Company does not have adequate profits, as computed in accordance with Section 198 of the Companies Act, 2013, for payment of managerial remuneration within the limits specified under Section 197 of the Act. Accordingly, the proposed remuneration to Mr. Girdhari Sagarvanshi is subject to the applicable provisions of Schedule V to the Companies Act, 2013.

(2) Steps taken or proposed to be taken for improvement

The Company is taking various measures to improve its financial performance, including strengthening its business operations, improving operational efficiencies, controlling costs and focusing on sustainable revenue growth.

(3) Expected increase in productivity and profits in measurable terms

The Company expects that the measures being undertaken will contribute towards improvement in operational efficiency, revenue generation and profitability. However, the extent of improvement will depend upon various internal and external factors affecting the Company's operations and business environment.

IV. DISCLOSURES

The required disclosures are mentioned in the Board of Director’s report under the heading “Corporate Governance”:

By order of the Board of Directors
For IMEC Services Limited

Sd/-
Harsh Saxena
Company Secretary & Compliance Officer

Registered Office:
611, Tulsiani Chambers,
Nariman Point,
Mumbai – 400021
Maharashtra

CIN: L74110MH1987PLC142326
Tel. No.: 022 2285 1303
Website: www.imecservices.in
E-mail: investor@imecservices.in

Date: August 14, 2026
Place: Indore