



WHIRLPOOL OF INDIA LIMITED  
(CIN No. : L29291PN1960PLC020063)

CORPORATE OFFICE : PLOT NO. 40, SECTOR 44, GURUGRAM (GURGAON) – 122002 (HARYANA), INDIA, TEL: (91) 124-4591300 FAX: (91) 124-4591301.  
REGD. OFF: PLOT NO. A-4 MIDC, RANJANGAON, TAL. SHIRUR, DIST- PUNE 412 220 TEL: (91) 2138-660100 Fax: (91) 2138-232376

Website : [www.india.whirlpool.in](http://www.india.whirlpool.in), E-mail : [info@whirlpool.in](mailto:info@whirlpool.in)

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12<sup>th</sup> May , 2026

<p>The Manager <b>Listing Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai, Maharashtra - 400001</p> <p><b>Scrip Code: 500238</b></p>	<p>The Manager <b>Listing Department</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra – 400051</p> <p><b>Symbol: WHIRLPOOL</b></p>
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Dear Sir/Ma'am,

**Subject: Notice of Postal Ballot of Whirlpool of India Limited**

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, please find enclosed herewith the Postal Ballot Notice ('Notice') of Whirlpool of India Limited ('Company') dated 06<sup>th</sup> May, 2026 along with the Statement pursuant to applicable provisions of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, seeking approval of the Members of the Company for following matter by way of remote electronic voting only ('e-voting'):-

1. Re-designation of Mr. Arvind Uppal (DIN: 00104992) as a Non-Executive- Non-Independent Director, liable to retire by rotation, on the Board of the Company

In accordance with circulars issued by the Ministry of Corporate Affairs, from time to time, the Notice is being sent only in electronic form to Members whose email addresses are registered with the Company's Registrar and Share Transfer Agent/Depository Participants and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, 08<sup>th</sup> May, 2026 ('Cut-off Date')**. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

The Company has also made arrangements for those Members who have not yet registered their email address to get the same registered by following the procedure prescribed in the Notice. The Company has engaged the services of National Securities Depositories Limited ('NSDL') to provide remote e-voting facility to its Members. The remote e-voting period will commence from **Thursday, 14<sup>th</sup> May, 2026 at 09:00 AM (IST)** and ends on **Friday, 12<sup>th</sup> June, 2026 at 05:00 PM (IST)**. The e-voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be in proportion to

the shares held by them in the paid-up equity share capital of the Company as on Cut-off Date. Please note that communication of assent or dissent of the Members would only take place through the remote e-voting system. The instructions for remote e-voting are detailed in the Notice.

This Postal Ballot Notice will also be available on the Company's website at [www.india.whirlpool.in](http://www.india.whirlpool.in) and the website of Stock Exchanges i.e. Bombay Stock Exchange Limited and National Stock Exchange of India Limited and on the website of NSDL.

The above is for your information and records

Thanking you

Yours faithfully

**For Whirlpool of India Limited**

**Sweta Srivastava  
Company Secretary & Compliance Officer**

**Plot No. 40, Sector 44,  
Gurugram, Haryana - 122002**

Encl: as above

## Whirlpool of India Limited

**CIN: L29191PN1960PLC020063**

**Regd. Office:** A-4, MIDC, Ranjangaon, Taluka- Shirur, Dist: Pune-412220

**Website:** [www.india.whirlpool.in](http://www.india.whirlpool.in)

**Tel No.:** 02138-660100, **Fax No.:** 02138-232376

**Email:** [investor\\_contact@whirlpool.in](mailto:investor_contact@whirlpool.in)

### **NOTICE OF POSTAL BALLOT**

**Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014**

<b>VOTING STARTS ON</b>	<b>VOTING ENDS ON</b>
Thursday, 14 <sup>th</sup> May, 2026 at 09:00 AM (IST)	Friday, 12 <sup>th</sup> June, 2026 at 05:00 PM (IST)

#### **Dear Member(s),**

Notice is hereby given pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("the Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and the Rules (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) read with the General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated 22<sup>nd</sup> September 2025 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "the MCA Circulars"), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October 2024 issued by Securities and Exchange Board of India ("SEBI Circular") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with all other applicable provisions under the said Regulations and the Circulars, Notifications and Rules issued thereunder by SEBI (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), to transact the special business as set out in below resolution proposed to be passed by the members of Whirlpool of India Limited ("the **Company**") by passing ordinary resolution, as applicable, by means of postal ballot through remote e-voting process.

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said resolution setting out the material

facts and the reasons/ rationale thereof are annexed to this postal ballot notice ('Notice') for your consideration and forms part of this Notice.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the Company is sending this Notice in electronic form to those Members whose e-mail addresses are registered with the Company/ MUFG Intime India Private Limited (*formerly known as 'Link Intime India Private Limited'*) i.e. Registrar and Transfer Agent ('RTA')/ Depositories. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice. The Company has engaged the services of National Securities Depositories Limited ('NSDL') for facilitating e-voting. The Members are requested to cast the vote only through electronic means on the Resolutions through the remote e-voting system. The details of the procedure to cast the vote forms part of the 'Notes' to this Notice.

The Board has appointed M/s. Akash Gupta and Associates, Practicing Company Secretaries, as the scrutinizer ('Scrutinizer') for conducting the Postal Ballot/ e-voting process in a fair and transparent manner.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 PM (IST) on Friday, 12<sup>th</sup> June, 2026. The e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairman/ Company Secretary of the Company or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced within 2 working days from the conclusion of the e-voting. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company at [www.india.whirlpool.in](http://www.india.whirlpool.in), website of National Stock Exchange of India ('NSE') and BSE Limited ('BSE') and NSDL.

The proposed resolution, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Members by means of postal ballot, i.e. Friday, 12<sup>th</sup> June, 2026.

### SPECIAL BUSINESS

**1. Re-designation of Mr. Arvind Uppal (DIN: 00104992) as a Non-Executive- Non-Independent Director, liable to retire by rotation, on the Board of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the **"Companies Act"**) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force) (the **"SEBI Listing Regulations"**) and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, and in accordance with the applicable provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and consent of the Board of Directors (**"Board"**), approval of the members of the Company be and is hereby accorded to re-designate Mr. Arvind Uppal (DIN: 00104992) as a Non-Executive – Non-Independent Director of the Company **with effect from 06<sup>th</sup> May, 2026**, whose office shall be liable to retire by rotation, and to continue as a Director in that capacity;

**RESOLVED FURTHER THAT** any of the Directors and/or the Key Managerial Personnel of the

Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with the Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

By Order of the Board  
For **Whirlpool of India Limited**

**Sweta Srivastava**  
Company Secretary &  
Compliance Officer

Place: Gurugram

Date : 06<sup>th</sup> May, 2026

Membership No. ACS 27095

### NOTES:

1. The explanatory statement pursuant to the provisions of Section 102 read with Section 110 of the Act and Rule 22 of the Rules, each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. The Company is sending this Notice to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (Depositories) and MUFG Intime India Private Limited, the Company's RTA as on Friday, 08<sup>th</sup> May, 2026 ('Cut-off Date'). The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-off Date i.e. Friday, 08<sup>th</sup> May, 2026. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on

the proposed Resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the e-voting system.

3. The Resolutions, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., 12<sup>th</sup> June, 2026. Further, resolutions passed by the Members through postal ballot are deemed to have been passed as if they were passed at a General Meeting of the Members.
  4. NSDL will be providing the facility for voting through remote e-voting. The instructions for participation by Members are given in the subsequent paragraphs.
  5. All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternatively, Members may also send their requests to [investor\\_contact@whirlpool.in](mailto:investor_contact@whirlpool.in) from their registered e-mail address mentioning their names, folio numbers/DP ID and Client ID during the voting period of the postal ballot.
  6. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 022-4886 7000 or send an email to Ms. Pallavi Mhatre, AVP-NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com).
  7. Members should also consider converting their holdings to dematerialised form, if their shares are in physical form. The relevant forms are available on the website of the Company at [www.india.whirlpool.in](http://www.india.whirlpool.in) or can be downloaded from the website of RTA. Members can also write from their registered email address to RTA at [Investor.helpdesk@in.mpms.mufg.com](mailto:Investor.helpdesk@in.mpms.mufg.com) for obtaining necessary forms or for seeking any clarification. It may be noted that any service request can be processed only when the KYC details are complete in the folio.
- ELECTRONIC DISPATCH OF NOTICE AND PROCESS FOR REGISTRATION OF EMAIL ADDRESS FOR OBTAINING COPY OF NOTICE OF POSTAL BALLOT:**
8. Pursuant to MCA Circulars and SEBI Circular, the Notice is being sent only through electronic mode only to Members whose email-addresses are registered with the Company/RTA or Depository Participants (DPs).
  9. Members may note that the Notice will also be available on the Company's website at [www.india.whirlpool.in](http://www.india.whirlpool.in), website of the Stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
  10. We urge Members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in dematerialised form, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participant and Members holding shares in physical mode are requested to update their email addresses and complete their KYC by writing to the Company's RTA at [Investor.helpdesk@in.mpms.mufg.com](mailto:Investor.helpdesk@in.mpms.mufg.com) or [shikha.karakoti@in.mpms.mufg.com](mailto:shikha.karakoti@in.mpms.mufg.com).
  11. It is clarified that if a Member fails to provide or update the relevant e-mail address to the Company/ RTA or to the Depository Participant, as the case may be, the Company will not be in default for not delivering the Notice via e-mail.
  12. The Company has appointed M/s. Akash Gupta & Associates, Practicing Company Secretaries as a Scrutinizer to scrutinize the electronic voting process in a fair and transparent manner. The results of the e-voting shall be declared to the Stock Exchanges within the timeframe prescribed under the Act and Listing Regulations. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company at [www.india.whirlpool.in](http://www.india.whirlpool.in), website of NSE and BSE and NSDL.

**E-voting:**

- (a) In compliance with Regulation 44 of the Listing Regulations and Section 108 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and the relevant MCA Circulars, the Company is pleased to provide facility of e-voting to enable its Members to cast their votes electronically in respect of the Resolutions as set out in this Notice.
- (b) The e-voting period commences from 14<sup>th</sup> May, 2026 (9.00 AM IST) and ends on 12<sup>th</sup> June, 2026 (5.00 PM IST). The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period. Once the vote on the Resolution is cast by the Member, he/she shall not be allowed to change it subsequently.
- (c) Members holding shares either in physical form or dematerialized form, as on the Cut-off Date i.e. 08<sup>th</sup> May, 2026 (including those Members who may not receive this Notice due to non-registration of their email address with RTA or the Depository Participants, as aforesaid) can cast their votes electronically, in respect of the Resolutions as set out in this Notice only through the e-voting.
- (d) Pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11<sup>th</sup> July, 2023, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/

DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process.

- (e) Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facilities.

**PROCEDURE FOR REMOTE E-VOTING FOR SHAREHOLDERS:**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 for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9<sup>th</sup> December, 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 <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a> . 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 the NSDL Depository site wherein you can see the e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
	<p>2. Existing <b>IDEAS</b> users can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDEAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see the e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. If you are not registered for IDEAS e-Services, the option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDEAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>4. Visit the e-Voting website of NSDL. Open a web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 the NSDL Depository site wherein you can see the e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download the NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>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 as per the information provided by the company. On clicking the e-voting option, the user will be able to see the e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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.</p>

Type of shareholders	Login Method
	<ol style="list-style-type: none"> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, users will be able to see the e-Voting option where the evoting is in progress and also be able to directly access the system of all e-Voting Service Providers.</li> </ol>
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 the 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 the e-Voting website of NSDL 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. 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

B) Login Method 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?*

- Visit the e-Voting website of NSDL. Open a 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, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at*

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

## 4. Your User ID details are given below:

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

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

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using the NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/ Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 on NSDL e-Voting system.**

**How to cast your vote electronically 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 is due.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investor\\_contact@whirlpool.in](mailto:investor_contact@whirlpool.in).

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 [investor\\_contact@whirlpool.in](mailto:investor_contact@whirlpool.in). If you are an Individual shareholder 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 for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9<sup>th</sup> December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**GENERAL INFORMATION:**

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 [akashguptacs86@gmail.com](mailto:akashguptacs86@gmail.com) with a copy marked to [evoting@nsdl.com](mailto: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 the "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](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com)

## EXPLANATORY STATEMENT IN RESPECT OF ITEM OF SPECIAL BUSINESS:

The following explanatory statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, sets out the material facts relating to the proposed resolution mentioned in the accompanying Notice dated 06<sup>th</sup> May, 2026.

### Item No. 1

The Members of the Company are apprised that Mr. Arvind Uppal was appointed as an Independent Director of the Company with effect from 17<sup>th</sup> August, 2021. During his tenure, he has consistently exercised independent judgement and provided effective stewardship and constructive mentorship to the Company's leadership team, contributing to the strengthening of governance discipline and decisionmaking processes. This assistance has supported the management in entering into recent commercial arrangements with Whirlpool Corporation, which are considered to be in the best interests of the Company.

The members may note that Mr. Uppal has satisfied the criteria of independence prescribed under the Companies Act, 2013 (the "**Companies Act**") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), and that his independence has been maintained during his tenure as an Independent Director.

In this context, it is noted that the Company is currently in a transitional phase following the reduction of Whirlpool Corporation's shareholding through Whirlpool Mauritius Limited from a majority position. This phase necessitates continued engagement and alignment on matters requiring shareholder approval, alongside the need to maintain continuity and stability in the Company's strategic direction and operations especially when Whirlpool Corporation has 39.76% shareholding.

In view of the evolving requirements, the Members may note that the Company has constituted a Strategic Overview Committee to support the Board and management in addressing governance matters. Given his extensive leadership experience extending over three decades and deep familiarity with the Whirlpool business and ecosystem, Mr. Arvind Uppal is expected to assume a more active and expanded role within the Strategic Overview Committee, including providing

guidance and facilitating informed engagement with Whirlpool Corporation.

In this regard, attention of the member is drawn to the role of such engagement in supporting the Company will be very important and helpful, particularly in facilitating meaningful contribution during this critical transitional phase for the Company.

While Mr. Arvind Uppal continues to meet all the criteria to qualify as an Independent Director under the Companies Act and the SEBI Listing Regulations, the members may note that the nature and scope of the role envisaged for him going forward, including closer involvement in matters requiring interaction with the single largest shareholder, represents an expanded strategic engagement.

Hence, based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors ("**Board**") at its meeting held on 06<sup>th</sup> May, 2026, had approved, subject to approval of Members, the re-designation of Mr. Arvind Uppal from 'Non-Executive – Independent Director' to 'Non-Executive – Non-Independent Director' with effect from 06<sup>th</sup> May, 2026, whose office shall be liable to retire by rotation, and to continue as a Director in that capacity.

Accordingly, as a matter of abundant caution and in the interest of maintaining the highest standards of corporate governance, in compliance with applicable laws, the approval of the Members is sought for the re-designation of Mr. Arvind Uppal as a Non-Executive – Non-Independent Director, with effect from 06<sup>th</sup> May, 2026, whose office shall be liable to retire by rotation, and to continue as a Director in that capacity, by way of Postal Ballot.

The Company has received from Mr. Arvind Uppal the consent to continue to act as a Director of the Company and a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act and has not been debarred or disqualified from being appointed as a Director of the Company by any Order of the Securities and Exchange Board of India or any other regulatory authority.

As a Non-Executive – Non-Independent Director, Mr. Uppal shall be entitled to the remuneration in the form of commission and sitting fees and reimbursement of expenses for participation in Board and other meetings, which shall be governed by the applicable laws, Company's Remuneration Policy and approval of the

Board and shareholders (as applicable) from time to time.

Additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings is provided in the Annexure to this Notice.

In view of the above, the Board recommends the Ordinary Resolution set out in Item No. 1 of the Notice for approval of the Members.

Save and except Mr. Arvind Uppal and his relatives, none of the Directors, Key Managerial Personnel of the

Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice.

By Order of the Board  
For **Whirlpool of India Limited**

**Sweta Srivastava**  
Company Secretary &  
Compliance Officer  
Membership No. ACS 27095

Place: Gurugram  
Date : 06<sup>th</sup> May, 2026

**ANNEXURE TO THE POSTAL BALLOT NOTICE:**

Additional information on directors pursuant to the provisions of Regulation 36 of the SEBI Listing Regulations and Secretarial Standards (SS-2) issued by the Institute of Company Secretaries of India, as applicable:

<b>Name of the Director</b>	<b>Arvind Uppal</b>
Director Identification Number (DIN)	00104992
Date of Birth, Age (years)	June 19, 1962, 63 years
Date of first appointment	January 27, 2005
Qualification, Brief Resume, Experience and Expertise in specific functional areas.	Mr. Arvind Uppal holds a Bachelor's Degree in Engineering from IIT, Delhi and MBA Degree from the Faculty of Management Studies, Delhi. He has over 36 years of experience in business development, sales and marketing, leadership, innovation and product development. Prior to joining Whirlpool he has also worked with Nestle in India and overseas. He is a Director on the Board of other Companies, i.e. Gulf Oil Lubricants India Limited, Eureka Forbes Limited, Amber Enterprises Limited, Tirex Transmission Pvt. Ltd., Tuscan Ventures Pvt. Ltd., One Degree Turn (OPC) Pvt. Ltd., IL JIN Electronics (India) Pvt. Ltd. and Life Style International Pvt. Ltd. Mr. Uppal has been on the Board of the Company since 2005.
Terms and conditions of appointment/re appointment	As per the resolution in Item No. 1 of this Notice, read with the explanatory statement thereto.
Relationship with other Directors/ Manager/Key Managerial Personnel	None
Last Remuneration drawn	INR 33.83 Lakhs*
Details of Remuneration sought to be paid	Mr. Arvind shall be entitled to the remuneration in the form of commission and sitting fee and reimbursement of expenses for participation in Board and other meetings, which shall be governed by applicable laws, Company's Remuneration Policy and approval of the Board and shareholders (as applicable) from time to time.
Shareholding including shareholding as a beneficial owner in the Company	NIL
Number of Meetings of the Board attended during the financial year (FY 2025-26)	10
List of Directorships held in other Companies (including listed companies, if any)	Gulf Oil Lubricants India Limited Eureka Forbes Limited Amber Enterprises Limited IL JIN Electronics (India) Private Limited Life Style International Private Limited Tuscan Ventures Private Limited One Degree Turn (OPC) Private Limited Tirex Transmission Private Limited
Name of Listed Companies from which the Director has resigned in the past three years	NIL

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List of Committees of Board of Directors, in which Member/Chairman

- Whirlpool of India Limited
- Nomination and Remuneration Committee
  - Stakeholder Relationship Committee
  - Corporate Social Responsibility Committee
  - Risk Management Committee
  - Strategic Overview Committee
- Gulf Oil Lubricants India Limited
- Nomination and Remuneration Committee
  - Stakeholder Relationship Committee
  - Risk Management Committee
- Eureka Forbes Limited
- Stakeholder Relationship Committee
  - Risk Management Committee
- Amber Enterprises Limited
- Audit Committee
  - Nomination and Remuneration Committee
  - Stakeholder Relationship Committee
  - Corporate Social Responsibility Committee
- IL JIN Electronics (India) Private Limited
- Audit Committee
  - Nomination and Remuneration Committee
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*\*the remuneration is given as per the last audited financial statements i.e. FY 2024-25. This includes sitting fees and commission for the FY 2024-25.*