MAXGROW INDIA LIMITED

Suchita Business Park, Ground Floor, Office No. UG-50, Y. G. Seth Marg,
Ghatkopar - East, Mumbai, Maharashtra, India, 400075
Email: maxgrowlegal@gmail.com | info@maxgrowindia.in
CIN–L51100MH1994PLC076018 | Web: www.maxgrowindia.in

November 24, 2026

To,
BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Dear Sir/Madam,
Scrip Code: 521167

Sub.: Notice of Extraordinary General Meeting (EGM) of the Company under Regulation 30 of SEBI (LODR) Regulations, 2015.

Please find enclosed the EGM Notice dated November 13, 2026, under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 seeking consent of the shareholders on the matters set out in the Notice, which is being sent through electronic mode to the members of the Company. The Notice of EGM is also available on Company's website i.e www.maxgrowindia.in.

The cut-off date for remote e-voting is Thursday December 10, 2026. The remote e-voting shall commence on Monday, December 14, 2026 at 9:00 a.m and ends on Wednesday, December 16, 2026 at 5:00 p.m.

Kindly take the above on record.

Thanking you,
Yours faithfully,

FOR MAXGROW INDIA LIMITED

SHIVKUMAR RAMSAGAR PASI
Digitally signed by SHIVKUMAR RAMSAGAR PASI
Date: 2026.11.24 12:51:55 +05'30'

Shivkumar Ramsagar Pasi
Managing Director
DIN.: 10869886

MAXGROW INDIA LIMITED

CIN–L51100MH1994PLC076018
Registered Office: Suchita Business Park, Ground Floor, Office No. UG-50, Y. G. Seth Marg, Ghatkopar - East, Mumbai, Maharashtra, 400075
Email: maxgrowlegal@gmail.com ; Website: www.maxgrowindia.in

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Extra-Ordinary General Meeting **("EGM")** of the Members of Maxgrow India Limited **("the Company")** will be held on **Thursday, December 17, 2026** at **4:00 P.M.** (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility, to transact the businesses as mentioned below.

The proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company at Suchita Business Park, Ground Floor, Office No. UG-50, Y. G. Seth Marg, Ghatkopar - East, Mumbai, Maharashtra, 400075, which shall be the deemed venue of the EGM.

SPECIAL BUSINESSES

ITEM NO. 1:

REGULARIZATION OF ADDITIONAL DIRECTOR, MR. RAJENDRA EKNATH PAWAR (DIN: 12002208) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and 161 of the Companies Act 2013 and other applicable provisions if any, of the act, read with schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Rajendra Eknath Pawar (DIN: 12002208), who was appointed as Additional Director in the capacity of Non-Executive Independent Director w.e.f October 15, 2026, by the Board & who meets the criteria of Independence under Section 149(6) of the Act and rules made thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a Notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Non-Executive Independent Director of the Company for period of five years till October 14, 2031 and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other officers/ Authorized Representative of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 2:

REGULARIZATION OF ADDITIONAL DIRECTOR, MS. KIM JOAN (DIN:12003231) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and 161 of the Companies Act 2013 and other applicable provisions if any, of the act, read with schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and on the basis of recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Ms. Kim Joan (DIN: 12003231), who was appointed as Additional Director in the capacity of Non-Executive Independent Director w.e.f October 15, 2026, by the Board & who meets the criteria of Independence under Section 149(6) of the Act and rules made thereunder and Regulation 16(1)(b) of the SEBI LODR Regulations and in respect of whom the Company has received a Notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Non-Executive Independent Director of the Company for period of five years till October 14, 2031 and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other officers/ Authorized Representative of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 3:

INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION 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 Section 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such other approval(s)/consent(s) from the concerned Statutory/Regulatory Authority(ies), the consent of the members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 20,00,00,000/- (Rupees Twenty Crore Only) divided into 4,00,00,000 (Four Crore) equity shares of Rs.5/- each to Rs. 23,00,00,000/-(Rupees Twenty-Three Crore only) divided into 4,60,00,000 (Four Crore Sixty Lakhs) equity shares of Rs.5/- each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be altered and the existing Clause V of the Memorandum of Association be substituted with the following new clause as Clause V:

"V. The Authorized Share Capital of the Company is Rs. 23,00,00,000/-(Rupees Twenty-Three Crore only) divided into 4,60,00,000 (Four Crore Sixty Lakhs) equity shares of Rs.5/- each, with powers to increase or reduce or vary the capital of the Company and/or the nominal value of the shares and power to divide the shares in the capital for the time being into several classes and attach thereto respectively such preferential, special rights, privileges, conditions or restrictions as may be determined by or in accordance with the Article of Association of the Company and to vary, modify or abrogate any such rights, privileges, conditions or restrictions in such manner as may, for the time

being, be provided by the Article of Association of the Company subject to the provisions of the Law for the time being in force."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company, be and are hereby severally authorized to take such steps and to do and perform all such acts, deeds, matters and things and make, sign and file such applications/ forms with Registrar of Companies and/ or any other statutory authorities as may be required and accept any alteration(s) or modification(s) as may be necessary for the purpose of giving effect to the aforesaid resolutions and for matters connected therewith or incidental thereto or to settle any question or difficulty that may arise in this regard, in such manner as they may deem fit."

ITEM NO. 4:

TO APPROVE LOAN AGREEMENT ENTERED BETWEEN THE COMPANY AND THE LENDERS.

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

"RESOLVED THAT pursuant to the Section 62(3), 62 (1)(c) of the Companies Act, 2013, read with the rules made thereunder, and other applicable laws, regulations and guidelines, including the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, in accordance with the Memorandum and Article of Association of the Company and applicable regulations and subject to such approvals, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded to approve the Loan Agreement entered between the Company and the Lenders (Viz., Evoltso Power Private Limited, Techtank Innovations Private Limited and Montex Trading Private Limited), for an amount not exceeding of Rs.87,50,52,454/-(Rupees Eighty Seven Crore Fifty Lakhs Fifty Two Thousand Four Fifty Four Only) on such terms and conditions as specified in the said Loan Agreement as approved by the Board of Directors at their meeting held on 13th November 2026, for settlement of dues of Lenders by Conversion of Loan into Equity Shares, as placed before the Members and initialled by the Chairman for the purpose of identification.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to sign and execute all necessary documents, forms, applications and writings and to take all such steps as may be required to give effect to this resolution."

ITEM NO. 5:

TO APPROVE CONVERSION OF LOAN INTO EQUITY SHARES BY WAY OF ISSUANCE OF EQUITY SHARES ON PREFERENTIAL BASIS:

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force) ("Act"), the enabling provisions of the Memorandum of Association and Articles of Association of the Company and the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and subject to such approvals, consents, permissions as may be necessary from

regulatory authorities including SEBI and BSE and subject to such conditions as may be prescribed while granting such approvals, consent of the members of the Company be and is hereby accorded to create, offer, issue and allot on a preferential basis through private placement up to 48,74,944 fully paid-up equity shares of face value of Rs.5/- each at an issue price of Rs. 179.50/- per equity share (including premium of Rs. 174.50/- per share), aggregating up to Rs.87,50,52,454 /- on a preferential basis, for consideration other than cash by way of conversion of outstanding unsecured loans, to the following allottees, on such terms and conditions as maybe determined by the board:

Sr. No.	Name of Proposed Allottee	Issue Price (₹)	No. of Equity Shares
1.	Evoltso Power Private Limited	179.50/-	16,71,309
2.	Techtank Innovations Private Limited	179.50/-	11,14,206
3.	Montex Trading Private Limited	179.50/-	20,89,429

RESOLVED FURTHER THAT the 'Relevant Date' for the purpose of determination of the floor price for issue of the Equity Shares under the Preferential Issue, as above, as per provisions of Chapter V of the SEBI ICDR Regulations and other applicable laws is November 06, 2026 ("Relevant Date"), being the date 30 (Thirty) days prior to the date on which the meeting viz. an Extra- Ordinary General Meeting of members of the Company is proposed to be held to consider and approve the preferential issue.

RESOLVED FURTHER THAT subject to the receipt of requisite approvals as may be required under applicable law, consent of the members of the Company is hereby accorded to record the name and details of the identified investors/ allottees in Form PAS-5 and the Company be and is hereby authorized to make an offer to the identified investors/ allottees through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and SEBI ICDR Regulations containing the terms and conditions of the preferential issue ("Offer Document") after passing of this resolution and upon receiving the applicable regulatory approvals and within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT pursuant to the allotment 48,74,944 Equity Shares of Rs.5/- each at an issue price of Rs. 179.50/- per equity share (including premium of Rs. 174.50/- per share) on preferential basis for consideration other than cash, by way of adjustment/set-off of outstanding unsecured loan, the Paid-up Share Capital of the Company be and is hereby increased from Rs.19,97,25,325/- to Rs. 22,41,00,045/-.

RESOLVED FURTHER THAT the equity shares so allotted shall be fully paid-up and shall rank *pari passu* with the existing equity shares of the Company in all respects.

RESOLVED FURTHER THAT the equity shares to be issued and allotted shall be subject to lock-in as prescribed under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an application to the Stock Exchanges for obtaining in-principal approval and to take all such steps as may be necessary in connection with the issue and allotment of the equity shares.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, including accepting any modifications required by regulatory authorities, without being required to seek further consent of the Members."

By order of the Board of Directors
For Maxgrow India Limited

Date: 13.11.2026
Place: Mumbai

Sd/-
Shivkumar Ramsagar Pasi
Managing Director
DIN.: 10869886

Registered Office:
Suchita Business Park, Ground Floor,
Office No. UG-50, Y. G. Seth Marg,
Ghatkopar - East, Mumbai- 400075

Notes:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 03/2025 dated 22nd September 2025 and other applicable circulars issued from time to time, permitted the holding of the "EGM" through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, the Listing Regulations and MCA Circulars, the EGM of the Company is being held through VC/OAVM.
2. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, read with relevant rules setting out the material facts and reasons for the proposed resolution concerning the item of the Special Business to be transacted at the EGM is annexed hereto and forms part of this Notice.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, as amended, and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM and facility to those members participating in the EGM to cast vote through e-voting system during the EGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Private Limited (MUFG) 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, participation in the EGM through VC/OAVM and the e-voting system on the date of the EGM will be provided by MUFG.
4. Since this EGM will be held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA Circular, the facility for appointment of proxies by the members will not be available for this EGM; and hence the Proxy form, Attendance Slip and Route Map to EGM Venue are not annexed to this Notice.

5. Institutional/Corporate Members (i.e other than Individuals, HUF, NRI etc.) and custodian are required to log on to e-voting system of MUFG: https://instavote.linkintime.co.in and register

themselves as 'Custodian/Mutual Fund/Corporate Body'. Corporate Members also required for sending their Authorized Representative to attend the EGM are requested to send certified copy of Board Resolution authorizing the representative to attend and vote on their behalf at the meeting.

6. The Notice of the EGM is being sent only by electronic mode to those members whose email addresses are registered with Company/Depositories in accordance with the aforesaid MCA Circulars and Circulars issued by SEBI dated January 05, 2023. Members may note that the Notice of EGM will also be available on the Company's website maxgrowindia.in and website of BSE Limited at www.bseindia.com.
7. Members attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. The scrutinizer shall after the conclusion of e-voting at the EGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days from the date of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and the Chairman or the person authorized by him in writing shall declare the result of the voting forthwith.
9. Members can join the EGM through VC/OAVM 15 minutes before and after the scheduled commencement time. The facility shall be available for Members on a first-come-first-served basis, excluding large Shareholders (holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Board Committees and Auditors, who may attend without restriction.
10. In accordance with the aforesaid MCA and SEBI Circulars, the Notice of this EGM is being sent only through electronic mode to all Members whose email addresses are registered with the Company / Registrar and Transfer Agent / Depositories.

Instructions for Members for remote e-voting are as under:-

1. Remote evoting period will commence on Monday, December 14, 2026 at 09:00 a.m. (IST) and end on Wednesday, December 16, 2026 at 05:00 p.m. (IST). During this period, members of the Company, holding shares either in physical form or in Dematerialized form, as on the cut-off date Thursday, December 10, 2026 may cast their vote by remote e-voting. The remote e-voting module may be disabled by MUFG for voting thereafter.
2. A person who is not a member as on the cut-off date should treat this Notice of EGM for information purpose only.
3. The details of the process and manner for remote e-voting are explained herein below:

LOGIN METHOD FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 / HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, 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 abovesaid SEBI Circular, **Login method for e-Voting and joining virtual meetings** 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 NSDL	**METHOD 1 - NSDL OTP based login** a) VisitURL:https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP. c) Enter the OTP received on your registered email ID/ mobile number and click on login. d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services. e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. **METHOD 2 - NSDL IDeAS facility** Shareholders registered for IDeAS facility: a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section". b) Enter IDeAS User ID, Password, Verification code & click on "Log-in". c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services. d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. Shareholders not registered for IDeAS facility: a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit". c) Enter the last 4 digits of your bank account / generate 'OTP' d) Post successful registration, user will be provided with Login ID and password. e) Follow steps given above in points (a-d). Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. App Store Google Play **METHOD 3 - NSDL e-voting website** a) Visit URL: https://www.evoting.nsdl.com b) Click on the "Login" tab available under 'Shareholder/Member' section.

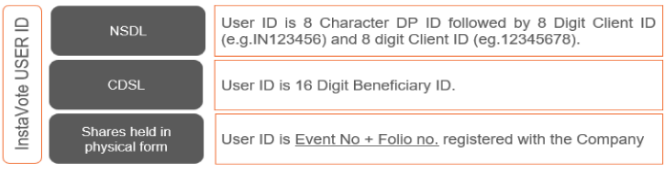
	c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login". d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services. e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with CDSL	**METHOD 1 - CDSL e-voting page** a) Visit URL: https://www.cdslindia.com. b) Go to e-voting tab. c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit". d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. **METHOD 2 - CDSL Easi/ Easiest facility:** Shareholders registered for Easi/ Easiest facility: a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)". b) Enter existing username, Password & click on "Login". c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. Shareholders not registered for Easi/ Easiest facility: a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration. b) Proceed with updating the required fields for registration. c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).
Individual Shareholders holding securities in demat mode	Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

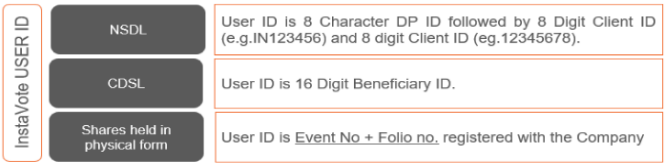
with Depository Participant	a) Login to DP website b) After Successful login, user shall navigate through "e-voting" option. c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature. d) Post successful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

LOGIN METHOD FOR SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE / NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting i.e 10th December 2026 may register and vote on InstaVote as under:

STEPS	DETAILS
STEP 1: LOGIN / SIGNUP on InstaVote	**Shareholders registered for INSTAVOTE facility:** a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab. b) Enter details as under: 1. User ID: Enter User ID 2. Password: Enter existing Password 3. Enter Image Verification (CAPTCHA) Code 4. Click "Submit". (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions") **Shareholders not registered for INSTAVOTE facility:** a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under: 1. User ID: Enter User ID 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. 3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format) 4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.





	○ Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above. ○ Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above. ○ Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above 5. Set the password of your choice. (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter). 6. Enter Image Verification (CAPTCHA) Code. 7. Click "Submit" (You have now registered on InstaVote). Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).
STEP 2: Steps to cast vote for Resolutions through InstaVote	A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting". B. Select 'View' icon. E-voting page will appear. C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). D. After selecting the desired option i.e. Favour / Against, click on 'Submit'. E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

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

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

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

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

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration	A. Visit URL: https://instavote.linkintime.co.in B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund" C. Fill up your entity details and submit the form. D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in. E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping	A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. B. Click on "Investor Mapping" tab under the Menu section C. Map the Investor with the following details: 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID. 2) 'Investor's Name - Enter Investor's Name as updated with DP. 3) 'Investor PAN' - Enter your 10-digit PAN. 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney. NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures. D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".
STEP 3 – Steps to cast vote for Resolutions through InstaVote	**METHOD 1 - VOTES ENTRY** a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. b) Click on "Votes Entry" tab under the Menu section. c) Enter the "Event No." for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under "On-going Events". d) Enter "16-digit Demat Account No.". e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'. f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently). **METHOD 2 - VOTES UPLOAD** a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. b) After successful login, you will see "Notification for e-voting". c) Select "View" icon for "Company's Name / Event number". d) E-voting page will appear. e) Download sample vote file from "Download Sample Vote File" tab. f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

	g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

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

HELPDESK:

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

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

Individual Shareholders holding securities in demat mode:

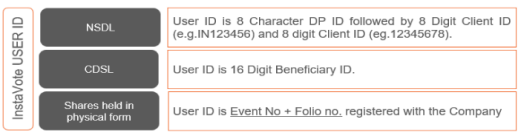
Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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

Forgot Password:

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

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



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

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

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab

- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

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

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

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

General Instructions - Shareholders

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

INSTAMEET VC INSTRUCTIONS:

Instructions for Members for participating in the EGM through VC/OAVM are as under:

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

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

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

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

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

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

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

- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

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

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

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

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

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

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

a) On the Shareholders VC page, click on link "Cast your vote".
b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
c) Click on 'Submit'.
d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

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

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

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

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

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

Helpdesk:

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

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

As required under Section 102 of the Companies Act, 2013 (including any re-enactment(s) made thereunder, if any, for the time being in force) (hereinafter referred to as the "**Companies Act**"), the following explanatory statements sets out all material facts relating to the business mentioned under Items no. 1, 2, 3, 4 and 5 of the accompanying Notice:

Item No. 1 & 2:

The Board of Directors of the Company at their meeting held on October 15, 2026, upon the recommendation of the Nomination and Remuneration Committee (NRC), had appointed Mr. Rajendra Eknath Pawar (DIN:12002208) and Ms. Kim Joan (DIN: 12003231) as an Additional Directors under the category of ' Non-Executive Independent Director' for a term of 5(five) years w.e.f October 15, 2026 , and shall not liable to retire by rotation, subject to the approval of Shareholders.

However, in terms of Regulation 17 (1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, pursuant to Regulation 25(2A) of the Listing Regulations, the appointment of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a Special Resolution.

Mr. Rajendra Eknath Pawar (DIN:12002208) and Ms. Kim Joan (DIN: 12003231) have been appointed as Directors in terms of section 164 of the Companies Act 2013 and had also given their consent to act as a Director. Further, the Company has already received declarations from them that they meets the criteria of Independence as prescribed in Section 149(6) of the Companies Act 2013 and Schedule IV of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are not debarred or disqualified from holding the office as a Director by the Securities and Exchange Board of India (SEBI) or the Ministry of Corporate Affairs or any such statutory/ regulatory authority.

Except above mentioned directors whose appointment is sought and their relatives, none of the other directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Mr. Rajendra Eknath Pawar and Ms. Kim Joan are not related to any other Directors or Key Managerial Personnel of the Company.

Additional information including brief profile etc. of Mr. Rajendra Eknath Pawar and Ms. Kim Joan pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) in respect of their appointment is given in **Annexure- A** to this Notice.

Accordingly, the Board thereby recommends the resolution as set out in item no.1 & 2 of this notice for approval of the Members by way of special resolutions.

Item No. 3:

Presently, the Authorized share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore Only) divided into 4,00,00,000 (Four Crore) Equity Shares of Rs. 5/- each. The Board of directors, therefore, considers it desirable to increase the Authorized Share Capital of the Company to Rs. 23,00,00,000/-(Rupees Twenty-Three Crore only) divided into 4,60,00,000 (Four Crore Sixty Lakhs) Equity Shares of Rs. 5/- each by creation of additional equity shares of the Company, to accommodate the fresh issuance of the shares of the Company.

Consequent upon the increase in authorized share capital as proposed, the existing Clause V of Memorandum of Association of the Company will also have to be substituted. The draft amended Memorandum of Association will be available for inspection.

The provisions of the Companies Act require the Company to seek approval of the members for increase in authorized share capital and for consequent alteration of the Capital Clause of the Memorandum of Association; accordingly, the Board recommends the resolution set forth in Item No. 3 for the approval of the members of the Company by way of an Ordinary Resolution.

None of the Directors / Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested (financial or otherwise) in the resolution except to the extent of their shareholding in the Company, if any.

Item No. 4:

With a view to restructuring its outstanding liabilities, strengthening its financial position, reducing the debt burden and improving its capital structure, the Company has proposed to settle the outstanding dues payable to the Lenders by converting the outstanding loan amount into equity shares of the Company, in accordance with the terms and conditions mutually agreed between the Company and the respective Lenders (Viz., Evoltso Power Private Limited, Techtank Innovations Private Limited and Montex Trading Private Limited).

In this regard, the Company has entered into a Loan Agreement with the Lenders, setting out the terms and conditions governing the outstanding loan, including the option and mechanism for conversion of the outstanding loan amount into equity shares of the Company.

The proposed conversion shall be undertaken in accordance with the provisions of Section 62(1)(c) and 62(3) and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as applicable.

The Board of Directors of the Company, at its meeting held on 13th November 2026, considered and approved the Loan Agreement and the proposal for settlement of outstanding dues of the Lenders through conversion of the loan into equity shares of the Company, subject to the approval of the shareholders and such other statutory and regulatory approvals as may be required.

Accordingly, pursuant to the provisions of Section 62(1)(c) and 62(3) of the Companies Act, 2013, read with the applicable rules made thereunder, approval of the members of the Company by way of a Special Resolution is being sought for approving the terms of the Loan Agreement entered into between the Company and the Lenders, including the option for conversion of the outstanding loan amount into equity shares of the Company.

The draft Loan Agreement and other relevant documents are available for inspection by the members at the Registered Office of the Company during business hours on all working days up to the date of the Extraordinary General Meeting and shall also be made available electronically upon request.

Item No. 5:

Particulars of the Offer

The Company in order to meet working capital requirements and corporate funding requirements of the Company, by way of adjustment/set-off of such outstanding unsecured loan. The Board of Directors at its meeting held on 13th November, 2026, have proposed approved the preferential issue of fully paid-up equity shares of face value ₹5/- each, at a price of ₹179.50/- per share, aggregating to ₹87,50,52,454.

As per Section 62(1)(c) read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder ("the Act") and other applicable provisions, if any, of the enactment thereof and Chapter V of SEBI (Issue of capital and Disclosure requirements) Regulations, 2018 ("SEBI (ICDR) Regulations"), approval of shareholders by way of special resolution is required for allotment of equity shares on preferential basis. The Board, therefore, seeks approval of the members as set out in the notice, by way of Special Resolution.

The relevant disclosures as required in terms of the Act and SEBI (ICDR) Regulations as amended from time to time are as under:

1. Objects of the Issue:

The proposed preferential issue is being made by way of conversion of outstanding unsecured loans. No fresh cash inflow is envisaged. The conversion shall reduce the Company's debt and strengthen its balance sheet.

2.Total number of securities, kind of securities and price:

Issuance of 48,74,944 fully paid-up equity shares of face value ₹ 5/- each at an issue price of ₹179.50/- per share (including a premium of ₹174.50/- per share) aggregating to ₹ 87,50,52,454 on a preferential basis in accordance with Chapter V of the ICDR Regulations, 2018. A valuation report dated 13th November, 2026 which justifies the issue price of ₹179.50/- per equity share has been obtained from SUMAN KUMAR VERMA, a Registered Valuer, shall be available for inspection by the Members at the EGM and will also be made available on the Company's website https://www.maxgrowindia.in/.

3.Price at which the allotment is proposed:

₹179.50/- per fully paid-up equity share of face value ₹5/- each. Since the proposed issue is for consideration other than cash, the valuation report also confirms the fairness of the consideration, being adjustment/set-off of unsecured loan.

4.Basis on which the floor price has been arrived at:

The price for the proposed preferential issue has been determined in accordance with Regulation 164 of the SEBI ICDR Regulations, 2018, applicable to frequently traded securities.

5. Relevant Date:

The "Relevant Date" as per Chapter V of the SEBI ICDR Regulations, for the determination of the floor price for Equity Shares to be issued is Friday, November 6, 2026, i.e. 30 (thirty) days prior to the date of this Extraordinary General Meeting.

6. Proposed time schedule and time frame within which the Preferential Issue shall be Completed:

As required under the SEBI ICDR Regulations, the Subscription Shares shall be allotted by the Company within a period of 15 (Fifteen) days from the date of passing of the shareholders resolution provided that where the allotment of the proposed Subscription Shares is pending on account receipt of any approval or permission from any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of the last of such approvals or permissions.

7. Intent of the promoters, directors, key managerial personnel or senior management of the issuer to subscribe to the offer:

None of the promoters, directors, key managerial personnel or senior management of the issuer intends to subscribe to the offer.

8. Class of persons to whom allotment is proposed:

The proposed allotment shall be made exclusively to the following persons/entities:

Sr. No.	Name of Proposed Allottee	Category	Loan Amount	Issue Price	No. of Equity Shares
1.	Evoltso Power Private Limited	Non-Promoter -Body Corporate	30,00,00,000/-	179.50	16,71,309
2.	Techtank Innovations Private Limited	Non-Promoter -Body Corporate	20,00,00,000/-	179.50	11,14,206
3.	Montex Trading Private Limited	Non-Promoter -Body Corporate	37,50,52,454/-	179.50	20,89,429
	Total		87,50,52,454		48,74,944

9. Details of Outstanding Unsecured Loan from Proposed Allottee(s):

The Company has received unsecured loan(s) from the proposed allottee(s), details of which are provided below:

a. Name of Lenders:
i. Evoltso Power Private Limited
ii. Techtank Innovations Private Limited

iii. Montex Trading Private Limited

b. Nature of Loan: Advances from Customers

c. Purpose of Loan: Working Capital and General Corporate Requirements

Sr. No.	Name of Allottee	Outstanding Loan (₹)	Amount Proposed to be Set-off (₹)	Balance Remaining (₹)
1.	Evoltso Power Private Limited	300000000	300000000	0
2.	Techtank Innovations Private Limited	200000000	200000000	0
3.	Montex Trading Private Limited	375052454	375052454	0

10. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees:

S. No.	Name of the proposed allottees	Names of ultimate beneficial owners of proposed allottee(s)
1.	Evoltso Power Private Limited	Sadhana Uday Chourasia
2.	Techtank Innovations Private Limited	Shelley Grover
		Mehak Grover
3.	Montex Trading Private Limited	Natasha Mitesh Gadhia

11.Shareholding Pattern before and after the Preferential Issue:

Category	Pre-Issue Shareholding Structure		Equity Shares to be allotted	Post Issue Shareholding	
	No. of Shares	**%age**		**No. of Shares**	**%age**
(A) Promoter Shareholding					
(1) Indian					
(a) Individuals & HUF	0	0		0	0
(b) Bodies Corporate	0	0		0	0
Sub Total (A)(1)					
(2) Foreign promoters	**0**	0		**0**	0
Bodies Corporate	**3,59,50,559**	**90.00**		**3,59,50,559**	**80.21**
Total Promoter shareholding A=A1 +A2	**3,59,50,559**	**90.00**		**3,59,50,559**	**80.21**

(B) Public Shareholding					
B1) Institutional Investors	0	0		0	0
B2) Central Govt./Stat Govt./POI	0	0		0	0
B3) Non-Institutional Investors	0	0		0	0
Resident Individual holding nominal share capital up to Rs. 2 lakhs.	12,10,563	3.03		12,10,563	2.70
Resident individual holding nominal share capital in excess of Rs. 2 lakhs.	9,04,030	2.26		9,04,030	2.02
Non Resident Indians (NRIs)	10,98,796	2.75		10,98,796	2.45
Bodies Corporate	3,54,570	0.89		3,54,570	0.79
Any Other (Specify)	4,26,547	1.07		4,26,547	0.95
Others (Preferential Allotment to Non-Promoters)	-		48,74,944	48,74,944	10.88
Total Public Shareholding B=B1+B2+B3	**39,94,506**	**10.00**		**88,69,450**	**19.79**
C) Non-Promoter - Non-Public	0	0		0	-
Grand Total (A+B+C)	**3,99,45,065**	**100.00**	**48,74,944**	**4,48,20,009**	**100**

12. Change in control:

The proposed preferential issue will not result in any change in the management or control of the Company.

13.Current and proposed status of allottees — promoter or non-promoter:

The Proposed Allottees are non-promoter and such status will continue to remain the same post the Preferential Issue.

14.Monitoring Agency: Not Applicable

15. Names of the Proposed Allottees, the percentage of post preferential issue capital that may be held by the allottee:

Name of the Investors	Category	Pre-preferential Shareholding		Post-preferential Shareholding	
		No. of Equity Shares	%	No. of Equity Shares	%
Evoltso Power Private Limited	Non-Promoter-Body Corporate	0	0.00	1671309	34.28
Techtank Innovations Private Limited	Non-Promoter-Body Corporate	0	0.00	2089429	42.86
Montex Trading Private Limited	Non-Promoter-Body Corporate	0	0.00	1114206	22.86

16. Preferential allotments during the year: The Company has not made any preferential allotment during the current Financial Year 2026–27.

17. Valuation and Justification for the allotment proposed to be made for consideration other than Cash:

The proposed allotment is being made for consideration other than cash, by way of conversion of outstanding unsecured loans and / or share application money advanced by the proposed allottees to the Company. In accordance with Regulation 164 of the ICDR Regulations, 2018, a Valuation Report issued by the IBBI Registered Valuer certifying the fair value of the equity shares of the Company is enclosed herewith and shall be placed before the Members at this EGM.

18. Material terms of issue:

The equity shares to be allotted shall be fully paid-up and shall rank *pari passu* with the existing equity shares of the Company in all respects from the date of allotment.

19.Lock-in period:

Equity Shares allotted shall be subject to lock-in in accordance with Chapter V of the SEBI ICDR Regulations.

20.Practicing Company Secretary's Certificate:

The certificate from **JNP & Associates**, Practicing Company Secretary, (Membership No.63782), pursuant to Regulation 163(2) of the SEBI ICDR Regulations certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations, shall be available for inspection by the Members at the EGM and will also be made available on the Company's website https://www.maxgrowindia.in.

21.Listing:

The Company shall make an application to BSE Limited for listing of the equity shares to be allotted pursuant to this preferential issue. Such shares, once allotted, shall rank *pari passu* with the existing equity shares of the Company.

22. Undertaking:

The Company hereby undertakes that:
I. It shall re-compute the price of the equity shares in terms of the ICDR Regulations, 2018, where required to do so.
II. If the amount payable on account of re-computation of price is not paid within the stipulated time, the allotted equity shares shall continue to be locked-in till such amount is paid by the proposed allottees.
III. None of the Company, its Directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
IV. None of the Company's Directors or Promoters is a fugitive economic offender under the Fugitive Economic Offenders Act, 2018.
V. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the Listing Agreement with BSE Limited and the LODR Regulations, as amended.
VI. The Company is eligible to make the proposed preferential issue under Chapter V of the ICDR Regulations, 2018.

23. The proposed allottees have confirmed that:

They have not been debarred from accessing the capital markets or restrained by any regulatory authority from acquiring the said securities; they shall comply with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, wherever applicable; the funds / loans advanced to the Company represent their own funds from lawful sources.

24. PAN:

The Company has obtained the PAN of all proposed allottees. None of the proposed allottees are Qualified Institutional Buyers (QIBs).

25. Outstanding dues:

The Company does not have any outstanding dues to SEBI, BSE Limited or the Depositories.

26. In-Principal Approval:

The Company is in the process to make an application to BSE Limited for in-principal approval for the proposed preferential issue, in compliance with Regulation 160(f) of the ICDR Regulations, 2018 read with Regulation 28(1) of the SEBI (LODR) Regulations, 2015.

By order of the Board of Directors
For Maxgrow India Limited

Date: 13.11.2026
Place: Mumbai

Sd/-
Shivkumar Ramsagar Pasi
Managing Director
DIN.: 10869886

Registered Office:
Suchita Business Park, Ground Floor,
Office No. UG-50, Y. G. Seth Marg,
Ghatkopar - East, Mumbai- 400075

ANNEXURE A

DETAILS OF DIRECTORS SEEKING APPOINTMENT

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and clause 1.2.5 of the Secretarial Standard -2]

Name of the Directors	RAJENDRA EKNATH PAWAR	KIM JOAN
Director Identification Number (DIN)	12002208	12003231
Designation	Non-Executive Independent Director	Non-Executive Independent Director
Date of Birth	02-11-1976	24-10-1995
Date of Appointment on the Board	15TH October 2026	15TH October 2026
Nature of expertise, Qualification and Brief Profile	Mr. Rajendra Eknath Pawar, is a legal professional having over 20 years of experience in corporate legal affairs, litigation management, regulatory compliance, dispute resolution, and legal advisory services. He hold degree in Bachelor of Arts, University of Mumbai and Bachelor of Laws (LLB), Government Law College, Mumbai. He Possesses extensive experience in representing companies before High Courts, NCLT, NCLAT, DRT, arbitration tribunals, and regulatory and investigative authorities.	Ms. Kim Joan is having Over 10 years of experience in the metals and commodities trading industry, with extensive knowledge of international markets, supply chain management, and risk mitigation strategies. She holds degree in Bachelor of Elementary Education. She held leadership positions at major international firms specializing in ferrous and non-ferrous metals, including tin, nickel, aluminum, copper, and other base metals.
Shareholding in the Company directly or as beneficial holder	Nil	Nil
Terms and conditions of appointment / re-appointment	Please refer Resolution No. 1 and relevant Explanatory Statement to this Notice.	Please refer Resolution No. 2 and relevant Explanatory Statement to this Notice.
Directorships held in other companies	Nil	Nil
Relationship with other Directors, Manager and Key Managerial Personnel of the	Nil	Nil