July 16, 2026

To,

BSE Limited, 20^{th} Floor, P. J. Towers, Dalal Street, Mumbai – 400 001. (Scrip Code: 539528; Scrip Id: AAYUSH)	**Metropolitan Stock Exchange of India Limited,** Vibgyor Towers, 4^{th} floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400 098 (Symbol – AAYUSH, Series – EQ)

Dear Sir/Madam,

Reference: **Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.**

Subject: **Submission of Postal Ballot Notice dated July 14, 2026.**

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Notice of Postal Ballot dated July 14, 2026 along with the Explanatory Statement, seeking approval of the Members of the Company for the special businesses as set out in the Notice, by way of Postal Ballot through remote e-voting and Postal Ballot Form.

Voting through Postal Ballot form and E-voting is commencing from Sunday, July 19, 2026 (from 9.00 AM IST) and concludes on Monday, August 17, 2026 (till 5.00 PM IST).

The Postal Ballot Notice is also being made available on the website of the Company at www.aayushwellness.com and on the website of CDSL at www.evotingindia.com

The results of the Postal Ballot will be announced within two working days from the conclusion of remote e-voting and the same shall be communicated to the Stock Exchanges and will also be made available on the website of the Company and CDSL

You are requested to take the above cited information on your records.

Thanking You,
For Aayush Wellness Limited

NAVEENAKUMAR KUNJARU
Digitally signed by NAVEENAKUMAR KUNJARU
Date: 2026.07.16 16:44:51 +05'30'

Naveenakumar Kunjaru
Managing Director
DIN: 07087891

AAYUSH WELLNESS LIMITED
Registered Office: B402, Takshashila, Samant Estate, Goregaon East, Mumbai – 400063
CIN: L01122MH1984PLC463364 Tel.: +91 8448693031
E-mail: cs@aayushwellness.com Website: www.aayushwellness.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Members,
AAYUSH WELLNESS LIMITED

NOTICE is hereby given to the Members of AAYUSH WELLNESS LIMITED ("Company") pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (collectively referred to as the "Act"), read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws, rules and regulations (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), for seeking approval of the Members by way of Ordinary Resolutions through Postal Ballot by voting through electronic means ("remote e-voting") and/or Physical Postal Ballot Form in respect of the resolutions set out in this Notice.

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts concerning the proposed resolutions is annexed hereto and forms part of this Notice.

The Board of Directors of the Company at its meeting held on Tuesday, July 14, 2026 has appointed M/s. Aarju Agarwal & Associates, Practicing Company Secretaries (COP: 15770 and PRC: 2871/2023), as the Scrutinizer for conducting the Postal Ballot process through remote e-voting and Postal Ballot Forms in a fair and transparent manner.

Members whose names appear in the Register of Members or the Register of Beneficial Owners as on the Cut-off Date, i.e., Friday, July 10, 2026, are entitled to vote. Members desiring to exercise their vote through remote e-voting or Physical Postal Ballot Form are requested to record their assent (FOR) or dissent (AGAINST) from Sunday, July 19, 2026 (9:00 A.M. IST) to Monday, August 17, 2026 (5:00 P.M. IST). The remote e-voting facility shall be disabled by Central Depository Services (India) Limited ("CDSL") immediately thereafter.

The Scrutinizer will submit his report to the Chairman of the Company or any person authorised by the Chairman after completion of scrutiny. The results of the Postal Ballot shall be declared by the Chairman or any person authorised by him within two (2) working days from the conclusion of the remote e-voting period.

The resolutions, if approved by the requisite majority, shall be deemed to have been passed on Monday, August 17, 2026, being the last date specified for receipt of Postal Ballot Forms and remote e-voting.

RESOLUTION NO. 1

1. **Appointment of M/s. A. Raghavendra Rao & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill up the casual vacancy caused due to resignation of M/s. A J M S & Co. LLP, Chartered Accountants:**

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

   "RESOLVED THAT pursuant to the provisions of Sections 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, **M/s. A. Raghavendra Rao & Associates, Chartered Accountants (Firm Registration No. 003324S)**, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of **M/s. A J M S & Co. LLP, Chartered Accountants**.

   RESOLVED FURTHER THAT M/s. A. Raghavendra Rao & Associates, Chartered Accountants, shall hold office as Statutory Auditors of the Company till the conclusion of the ensuing Annual General Meeting of the Company to be held in year 2026 on such remuneration as may be determined by the Board of Directors and/or the Audit Committee in consultation with the Statutory Auditors, in addition to reimbursement of out-of-pocket expenses and applicable taxes.

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

   RESOLUTION NO. 2

2. **Regularisation of Appointment of Mr. Dinesh Dhangare (DIN: 11418438) as a Non-Executive Non-Independent Director of the Company:**

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

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Dinesh Dhangare (DIN: 11418438), who was appointed as an Additional Director (Non-Executive Non-Independent) with effect from March 31, 2026, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company and that he shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this Resolution."

RESOLUTION NO. 3

3. **Regularisation of Appointment of Mr. Kashiram Jadhav (DIN: 11640980) as a Non-Executive Non-Independent Director of the Company.**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mr. Kashiram Jadhav (DIN: 11640980), who was appointed as an Additional Director (Non-Executive Non-Independent) with effect from March 31, 2026, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company and that he shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this Resolution."

By Order of the Board of Directors
For Aayush Wellness Limited
Sd/-
Sneha Khemka
Company Secretary & Compliance Officer
Place: Mumbai
Date: July 14, 2026

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts relating to the Ordinary Business to be transacted is annexed hereto and forms an integral part of this Postal Ballot Notice.

2. The Board of Directors of the Company has appointed M/s. Aarju Agarwal & Associates, Practising Company Secretaries, as the Scrutinizer for conducting the Postal Ballot process through remote e-voting and Postal Ballot Forms in a fair and transparent manner.

3. The Postal Ballot Notice is being sent to those Members whose names appear in the Register of Members or the Register of Beneficial Owners maintained by the Depositories as on **Friday, July 10, 2026** ("Cut-off Date"), received from **National Securities Depository Limited ("NSDL")** and **Central Depository Services (India) Limited ("CDSL")**.

4. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.

5. 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, July 10, 2026**.

6. Members may cast their votes either through the remote e-voting facility or through the Physical Postal Ballot Form. Members are requested to carefully read the instructions contained in this Postal Ballot Notice and the Postal Ballot Form before exercising their vote.

7. Members who wish to vote through the Physical Postal Ballot Form are requested to duly complete and sign the Postal Ballot Form and send the same to the Scrutinizer to reach not later than **5:00 P.M. (IST) on Monday, August 17, 2026**.

8. Corporate/Institutional Members (i.e., other than Individuals, HUFs, NRIs, etc.) intending to cast their votes through authorised representatives are requested to send a certified true copy of the Board Resolution or other authority authorising their representative to vote through the Physical Postal Ballot Form and/or remote e-voting on their behalf. Such authorisation should be sent to the Scrutinizer at Flat No. 402, Sai Aadhar Apartment, Om Sai Nagar, Koradi Naka, Nagpur - 440030 so as to reach on or before **5:00 P.M. (IST) on Monday, August 17, 2026**.

9. Postal Ballot Forms received after **5:00 P.M. (IST) on Monday, August 17, 2026**, or received in torn or defaced condition, or which are incomplete, unsigned, incorrectly completed or otherwise invalid, shall be treated as invalid and shall not be considered.

10. Members who failed to cast their vote through remote e-voting may also submit the Physical Postal Ballot Form; however, if a Member casts votes through both the modes, the vote cast through remote e-voting shall prevail and the vote cast through the Physical Postal Ballot Form shall be treated as invalid.

11. The remote e-voting facility will commence on **Sunday, July 19, 2026 at 9:00 A.M. (IST)** and shall end on **Monday, August 17, 2026 at 5:00 P.M. (IST)**. The remote e-voting facility shall be disabled by **Central Depository Services (India) Limited ("CDSL")** immediately thereafter.

12. The Postal Ballot Notice is also available on the Company's website at www.aayushwellness.com, on the website of **Central Depository Services (India) Limited (CDSL)** at www.evotingindia.com, and on the websites of **BSE Limited** at www.bseindia.com and **Metropolitan Stock Exchange of India Limited (MSEI)** at www.msei.in.

13. The Scrutinizer will submit his report to the Chairman of the Company or any person authorised by the Chairman after completion of scrutiny of the votes cast through the Physical Postal Ballot Forms and remote e-voting.

14. The results of the Postal Ballot along with the Scrutinizer's Report shall be declared by the Chairman of the Company or any person authorised by the Chairman **within two (2) working days from the conclusion of the remote e-voting period**.

15. The results of the Postal Ballot along with the Scrutinizer's Report shall be placed on the Company's website at **www.aayushwellness.com**, on the website of **Central Depository Services (India) Limited (CDSL)** at **www.evotingindia.com**, and shall also be communicated to **BSE Limited** and **Metropolitan Stock Exchange of India Limited (MSEI)**, where the equity shares of the Company are listed, in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

16. Subject to receipt of the requisite majority of votes, the Ordinary Resolutions shall be deemed to have been passed on **Monday, August 17, 2026**, being the last date specified for receipt of Physical Postal Ballot Forms and remote e-voting.

THE DETAILS OF THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE EXPLAINED HEREIN BELOW:

CDSL e-Voting System – For Remote e-voting

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

(i) The voting period begins on Sunday, July 19, 2026 at 9:00 a.m. (IST) and ends on Monday, August 17, 2026 at 5:00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, July 10, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

(iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**

Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

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

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

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

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

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

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

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

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

(viii) Click on the EVSN for the relevant **Aayush Wellness Limited** on which you choose to vote.

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

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

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

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

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

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

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

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@aayushwellness.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **investor.helpdesk@in.mpms.mufg.com**.

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

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

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

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

ITEM NO. 1: Appointment of M/s. A. Raghavendra Rao & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill up the casual vacancy caused due to resignation of M/s. A J M S & Co. LLP, Chartered Accountants.

M/s. A J M S & Co. LLP, Chartered Accountants, Statutory Auditors of the Company, tendered their resignation from the office of the Statutory Auditors of the Company, thereby causing a casual vacancy in the office of the Statutory Auditors as envisaged under Section 139(8) of the Companies Act, 2013 ("Act"). Pursuant to the provisions of Section 139(8) of the Act, the Audit Committee recommended the appointment of M/s. A. Raghavendra Rao & Associates, Chartered Accountants (Firm Registration No. 003324S), as the Statutory Auditors of the Company to fill the casual vacancy caused by such resignation.

Based on the recommendation of the Audit Committee, the Board of Directors , at its meeting held on May 21, 2026, approved the appointment of M/s. A. Raghavendra Rao & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill the casual vacancy, subject to the approval of the Members of the Company. The appointment of M/s. A. Raghavendra Rao & Associates is proposed to be effective from the date of approval of Members and they shall hold office until the conclusion of the ensuing Annual General Meeting to be held in the year 2026.

M/s. A. Raghavendra Rao & Associates, Chartered Accountants, have conveyed their consent to act as Statutory Auditors of the Company and have confirmed that their appointment, if made, would be in accordance with the provisions of Sections 139 and 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014. M/s. A. Raghavendra Rao & Associates is a firm of Chartered Accountants established in the year 1986 and is engaged in providing audit, taxation, accounting, advisory and assurance services. The firm possesses significant experience in statutory audits, internal audits, tax audits, bank audits and compliance-related assignments.

Details pursuant to Regulation 36(5) of the SEBI Listing Regulations are provided in Annexure – A forming part of this notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 1 of this Postal Ballot Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ITEM NO. 2: To Regularise the Appointment of Mr. Dinesh Dhangare (DIN: 11418438) as Non-Executive Non-Independent Director of the Company.

The Board of Directors ("Board"), upon the recommendation of the Nomination and Remuneration Committee, at its meeting held on **March 31, 2026**, appointed **Mr. Dinesh Dhangare (DIN: 11418438)** as an **Additional Director in the category of Non-Executive Non-Independent Director** pursuant to the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

As per Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), a 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 period of three months from the date of appointment, whichever is earlier.

Accordingly, approval of the Members is being sought for appointment of Mr. Dinesh Dhangare as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Mr. Dinesh Dhangare has furnished his consent to act as Director pursuant to Section 152 of the Companies Act, 2013 and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has further confirmed that he is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other authority.

The Company has received all necessary disclosures, declarations and confirmations from Mr. Dinesh Dhangare as required under the provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

Brief profile and other details of Mr. Dinesh Dhangare as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure – A forming part of this Notice.

Considering his experience, knowledge and expertise, the Board is of the opinion that the appointment of Mr. Dinesh Dhangare as a Non-Executive Non-Independent Director would be in the best interests of the Company and accordingly recommends the Ordinary Resolution set out at Item No. 2 of this Postal Ballot Notice for approval of the Members.

Except Mr. Dinesh Dhangare, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ITEM NO. 3: To Regularise the Appointment of Mr. Kashiram Jadhav (DIN: 11640980) as Non-Executive Non-Independent Director of the Company.

The Board of Directors ("Board"), upon the recommendation of the Nomination and Remuneration Committee, at its meeting held on **March 31, 2026**, appointed **Mr. Kashiram Jadhav (DIN: 11640980)** as an **Additional Director in the category of Non-Executive Non-Independent Director** pursuant to the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

As per Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), a 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 period of three months from the date of appointment, whichever is earlier.

Accordingly, approval of the Members is being sought for appointment of Mr. Kashiram Jadhav as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Mr. Kashiram Jadhav has furnished his consent to act as Director pursuant to Section 152 of the Companies Act, 2013 and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has further confirmed that he is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other authority.

The Company has received all necessary disclosures, declarations and confirmations from Mr. Kashiram Jadhav as required under the provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

Brief profile and other details of Mr. Kashiram Jadhav as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure – A forming part of this Notice.

Considering his experience, knowledge and expertise, the Board is of the opinion that the appointment of Mr. Kashiram Jadhav as a Non-Executive Non-Independent Director would be in the best interests of the Company and accordingly recommends the Ordinary Resolution set out at Item No. 3 of this Postal Ballot Notice for approval of the Members.

Except Mr. Kashiram Jadhav, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Annexure – A

➢ **Appointment of M/s. A. Raghavendra Rao & Associates., Chartered Accountants, as the Statutory Auditors of the Company**

Sr. No.	Particulars	Details
1.	**Name of Statutory Auditors**	M/s. A. Raghavendra Rao & Associates, Chartered Accountants (FRN: 003324S and PRC No.: 018363)
2.	**Reason for Change:**	Appointment to fill the casual vacancy caused by resignation of M/s. A J M S & Co. LLP, Chartered Accountants.
3.	**Date of appointment & terms of appointment:**	May 21, 2026. Appointed to fill casual vacancy and shall hold office till the conclusion of the ensuing Annual General Meeting, subject to approval of shareholders within three months from the date of recommendation of the Board.
4.	**Brief Profile:**	A. Raghavendra Rao & Associates, Chartered Accountants, established in 1986, is a partnership firm engaged in providing audit, taxation, accounting, and advisory services to clients across various sectors in India. The firm has extensive experience in statutory audits, internal audits, tax audits, bank audits, compliance services, and management consultancy services for corporates, banks, government entities, and other organizations. Over the years, the firm has developed significant expertise in handling assignments across industries including banking and financial services, manufacturing, healthcare, information technology, infrastructure, education, real estate, and retail, supported by a team of experienced professionals and multi-location presence.
5.	**Disclosure of relationship between directors:**	NIL

➢ **Details of Directors seeking appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)**:

1. Details of Mr. Dinesh Dhangare

Particulars	Details
Name of the Director	Mr. Dinesh Dhangare
DIN	11418438
Date of birth	14/01/2006
Age (in years)	20 Years
Nationality	Indian
Date of appointment	March 31, 2026
Qualifications	Graduate

Brief Profile and expertise in specific functional areas	Mr. Dinesh Dhangare is a Graduate with knowledge of business and corporate practices. Has exposure to administration, compliance and organisational processes. Brings a professional and disciplined approach and contributes positively to governance matters.
Terms and conditions of Appointment	Appointed as a Non-Executive Non-Independent Director, liable to retire by rotation.
Remuneration last drawn by such person, if applicable	Nil
Remuneration sought to be paid	None
Directorships held in other companies (excluding Foreign Companies)	Aris International Limited
Listed Entities from which he has resigned as Director in past 3 years	None
Number of Equity Shares held in the Company	Nil
No. of Meetings of the Board of Directors attended during the year 2026-27	Two
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Whether director is debarred from holding the office of Director by virtue of SEBI order	No

2. Details of Mr. Kashiram Jadhav

Particulars	Details
Name of the Director	Mr. Kashiram Jadhav
DIN	11640980
Date of birth	01/11/1984
Age (in years)	41 Years
Nationality	Indian
Date of appointment	March 31, 2026
Qualifications	Graduate
Brief Profile and expertise in specific functional areas	Mr. Kashiram Jadhav has several years of experience in administration and operations. Possesses practical understanding of business processes and a results-oriented approach contributing to effective business functioning.
Terms and conditions of Appointment	Appointed as a Non-Executive Non-Independent Director, liable to retire by rotation.
Remuneration last drawn by such person, if applicable	Nil
Remuneration sought to be paid	None
Directorships held in other companies (excluding Foreign Companies)	Nil
Listed Entities from which he has resigned as Director in past 3 years	None
Number of Equity Shares held in the Company	Nil
No. of Meetings of the Board of	Two

Directors attended during the year 2026-27	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Whether director is debarred from holding the office of Director by virtue of SEBI order	No

POSTAL BALLOT FORM

(Pursuant to Section 110 of the Companies Act, 2013)

(Please read the instructions printed overleaf carefully before completing this form)

1.	Name and address of the Shareholder(s)	
2.	Name(s) and address of the Joint holder(s), if any	
3.	Registered folio No./ DP ID No. / Client ID No.	
4.	Number of Shares held	

I/We hereby exercise my/our vote in respect of the following Ordinary Resolutions to be passed through Postal Ballot in respect of the businesses stated in the Postal Ballot Notice dated July 14, 2026 by conveying my/our assent (FOR) or dissent (AGAINST) to the said resolutions by placing a tick (✓) mark in the appropriate box below:

Sr. No.	Particulars of Resolution	No. of Shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Appointment of M/s. A. Raghavendra Rao & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill the casual vacancy caused due to resignation of M/s. A J M S & Co. LLP, Chartered Accountants			
2.	To Regularise the Appointment of Mr. Dinesh Dhangare (DIN: 11418438) as Non-Executive Non-Independent Director of the Company			
3.	To Regularise the Appointment of Mr. Kashiram Jadhav (DIN: 11640980) as Non-Executive Non-Independent Director of the Company			

Place:

Date: (Signature of the Member)

Notes:

1. Please read the instructions printed overleaf carefully before exercising the vote.

2. The duly completed Postal Ballot Form should reach the Scrutinizer on or before 5:00 P.M. (IST) on Monday, August 17, 2026. Postal Ballot Forms received thereafter shall be treated as invalid.

3. Postal Ballot Forms should not be sent to the Registered Office of the Company. Postal Ballot Forms received at any place other than the address of the Scrutinizer shall not be considered.

INSTRUCTIONS

1. Members desiring to exercise their vote by Postal Ballot Form are requested to carefully read the instructions mentioned herein and those mentioned in the Postal Ballot Notice and send the same to the Scrutinizer.

2. The duly signed Postal Ballot Form should reach the Scrutinizer **not later than 5:00 P.M. (IST) on Monday, August 17, 2026** at the address Flat No. 402, Sai Aadhar Apartment, Om Sai Nagar, Koradi Naka, Nagpur - 440030. Postal Ballot Form(s) received thereafter shall be treated as if no reply from the Member has been received.

3. The Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / Depository) by the Member. Any unsigned or incomplete Postal Ballot Form will be liable to be rejected.

4. In case the number of shares is not mentioned against the resolutions, the ballot form stands incomplete and invalid.

5. In case of joint holding, the Postal Ballot Form should be completed and signed by the first named Member and in the absence of such Member, by the next named joint-holder. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).

6. In case of shares held by Companies, Trusts, Societies, Body Corporates and other entities, the Postal Ballot Form should be signed by the authorised signatory. In such cases, the Postal Ballot Form shall be valid only if accompanied by a certified true copy of the Board Resolution / Authority Letter together with the specimen signature(s) of the authorised signatory(ies).

7. Assent or dissent to the proposed resolutions may be recorded by placing a tick mark (√) in the appropriate column. Postal ballot form bearing no tick mark (√) in either column will render the form invalid. This Postal Ballot Form should be used for voting; no other form shall be accepted.

8. Any incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, overwritten, wrongly signed Postal Ballot Form will be liable to be rejected. The Postal Ballot shall not be exercised by a Proxy.

9. Members are requested not to send any other paper along with the Postal Ballot Form to the Scrutinizer and any extraneous paper found along with the Postal Ballot Form would be destroyed by the Scrutinizer.

10. Voting rights shall be reckoned on the paid-up equity share capital registered in the name of the Member as on **Friday, July 10, 2026**.

11. Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.

12. The Scrutinizer's decision on the validity of Postal Ballot Form shall be final.

13. The Ordinary Resolutions, if approved by the requisite majority of Members, shall be deemed to have been passed on **Monday, August 17, 2026**, being the last date specified for receipt of duly completed Postal Ballot Forms and remote e-voting.