

To

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort

Mumbai - 400 001

Scrip code: 541353

Subject: Intimation of Extra Ordinary General Meeting of the company schedule to be held on Wednesday, 25th November, 2026

Dear Sir,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulation, 2015, as amended and any other applicable provision, we are pleased to inform that the Extra Ordinary General Meeting ("EOGM") of the Members of Innovators Facade Systems Limited ("the Company") will be held on Wednesday, 25th November, 2026 at 11:30 A.M. (IST) Through Video Conferencing ('VC') / Other Audio Visual Means ('OVAM').

The remote e-voting will be available during the following period:

Commencement of Remote e-voting	Saturday, 21 st November, 2026 at 09:00 a.m. (IST)
End of remote e-voting	Tuesday, 24 th November, 2026 at 05:00 p.m. (IST)

The remote e-voting module shall be disabled by MUFG for voting after Tuesday, 24th November, 2026 at 05.00 p.m. (IST).

Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., Wednesday, 18th November, 2026 will be entitled to cast their votes by remote e-voting or e-voting during the EOGM. The voting right of members shall be in proportion to their shares of the paid-up equity share capital of the company as on cut-off date. Once the vote on a resolution is cast by the shareholder, the shareholder would not be allowed to change it subsequently. A person who is not a member on the cut-off date should accordingly treat the EOGM Notice as for information purposes only.



We request you to kindly take the above on record and bring to the notice of all concerned.

The Notice of Extra ordinary General Meeting is also uploaded on the Company's website
<https://innovators.in/>

Yours faithfully,

FOR INNOVATORS FACADE SYSTEMS LIMITED

**NITIN
VINAYAK
KORE**

Digitally signed by NITIN VINAYAK KORE
DN: c=IN, st=Maharashtra,
2.5.4.20=c540e9e417002a2a38722c3321288e8d
236a405880378a16a7c8c579b6ac,
postalCode=401303, street=E 301 Building No 1
Agarwal Paramount Danga Near Cosmos Business
Centre Global City Virar West,
serialNumber=2025112716402911, title=9873,
serialNumber=6366487329db407d8316d102cfd
c1e0f03d147ad18073b4e5d02051a8cc1,
o=Personal, ou=NITIN VINAYAK KORE,
Date: 2026.10.31 17:56:43 +05'30'

(Nitin kore)

Company Secretary & Compliance Officer

Date: 31st October, 2026

Place: Thane



NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF THE INNOVATORS FACADE SYSTEMS LIMITED WILL BE HELD ON WEDNESDAY, 25TH NOVEMBER, 2026, AT 11:30 A.M. THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING SPECIAL BUSINESS:

1. ISSUE OF 9,50,971 EQUITY SHARES OF THE COMPANY BY WAY OF PREFERENTIAL ISSUE (FOR CONSIDERATION OTHER THAN CASH / SHARE SWAP):

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 62(1)(c), 42, 179, 186 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into by the Company with the BSE Limited where the shares of the Company are listed {"Stock Exchange"}, and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the board of directors of the Company (hereinafter referred to as the "Board" which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the members of the company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, 9,50,971 (Nine Lakh Fifty thousand nine hundred and seventy one) Equity Shares of Face Value of Rs. 10/- (Rupees Ten

only) each at an issue price of Rs. 118/- (Rupees one hundred and eighteen Only) per equity share, for consideration other than cash (being swap of shares of M/s. Innovators Contracting Works Private Limited) towards payment of the total purchase consideration of Rs. 11,22,14,624.31/- (Rupees eleven crores twenty two lakhs fourteen thousand six hundred twenty four and thirty one only), payable by the Company to the shareholder(s) of M/s. Innovators Contracting Works Private Limited as mentioned below, for acquisition of 10,10,000 (ten lakhs ten thousand only) shares, representing 51.03% paid-up capital of the Innovators Contracting Works Private Limited, held by Proposed Allottee ("Purchase Shares"), on such terms and conditions as decided by Board of Directors of the company.

Name of the Proposed Allottee(s)	Address	Class or classes of person(s)	Number of Equity Shares proposed to be allotted
Vedika Radheshyam Sharma	Flat No. C- 2106, Oberoi Woods CHS, Mohan Gokhale Road, Goregaon (East), Mumbai-400063.	Promoter Group	9,50,971
Total			9,50,971

RESOLVED FURTHER THAT in accordance with the provisions of Chapter V and regulation 161, ICDR Regulations, the relevant date for the purpose of calculating the price for the issue of Equity Shares is 26th October, 2026 ("Relevant Date") which is 30 days prior to the date of Extra Ordinary General Meeting (EOGM) i.e. Wednesday, 25th November, 2026.

RESOLVED FURTHER THAT the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:-

- The equity shares to be issued and allotted shall rank pari passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
- The equity shares to be allotted shall be subject to lock-in for such period as specified under Chapter V of the SEBI ICDR Regulations and any other applicable law for the time being in force;

- c. The equity shares so allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations, except to the extent and in the manner permitted there under;
- d. The Swap Shares so offered, issued and allotted to the Proposed Allottee, are being issued for consideration other than cash, towards discharge of total purchase consideration payable by the Company for acquisition of Purchase Shares held by the Proposed Allottee and will constitute the full consideration for the swap Shares to be issued by the Company to the Proposed Allottee pursuant to this resolution.”
- e. The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.
- f. The equity shares so offered, issued and allotted will be listed on the BSE Limited where the equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be;
- g. The equity shares so offered, issued and allotted shall not exceed the number of equity shares as approved hereinabove.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable law, consent of the Members of the Company be and is hereby accorded to record the name and details of the Proposed Allottees in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottees through Letter of Offer/ Private Placement offer cum application letter in Form PAS-4 or such other form as prescribed under the Companies Act and the SEBI ICDR Regulations containing the terms and conditions (“**Offer Document**”) after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the stock exchange i.e., BSE and within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for the purpose of giving effect to this resolution, including without limitation

- i. to vary, modify or alter any of the relevant terms and conditions, attached to the Equity Shares to be allotted to the Proposed Allottees for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any

regulatory or other authorities or agencies involved in or concerned with the issue of the equity shares,

- ii. making applications to the stock exchange for obtaining in-principle approval,
- iii. listing of shares,
- iv. filing requisite documents with the Ministry of Corporate Affairs and other regulatory authorities,
- v. filing of requisite documents with the depositories,
- vi. to resolve and settle any questions and difficulties that may arise in the preferential offer,
- vii. issue and allotment of the Equity Shares, and
- viii. to take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing without being required to seek any further consent or approval of the Members of the Company, and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director or Chief Financial Officer or Company Secretary & Compliance Officer, of the company, be and are hereby authorised to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution.”

2. APPROVAL FOR RELATED PARTY TRANSACTION(S) FOR ACQUISITION OF SHARES UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), 2015:

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 Section 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the Company’s policy on Related Party Transactions, and subject to such other approvals, consent(s), permission(s) and sanctions of other authorities as may be necessary from time to time basis and based on the recommendation of Audit Committee and the approval from Board of Directors of the

Company, the consent of the Members of the Company be and is hereby accorded to the Board for acquisition of 10,10,000 (Ten Lakh Ten Thousand) equity shares, representing 51.03% of the equity share capital of M/s. Innovators Contracting Works Private Limited ("ICWPL"), from Ms. Vedika Radheshyam Sharma, by way of a swap of shares, a related party falling within the definition of "Related Party" under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations.

RESOLVED FURTHER THAT The consideration for the aforesaid acquisition shall be discharged through the allotment of equity shares of the Company, on such terms and conditions as may be mutually agreed upon between the parties and as more particularly set out in the explanatory statement annexed to this Notice, subject to the approval of the Members at the ensuing General Meeting.

RESOLVED FURTHER THAT the aforesaid share swap transaction shall be undertaken pursuant to a Share Purchase Agreement to be executed between the Company and M/s. Innovators Contracting Works Private Limited ("ICWPL"), including Ms. Vedika Radheshyam Sharma, setting out the terms and conditions of the acquisition, the consideration payable by way of share swap, the number and nature of securities to be issued, and other related terms, as may be mutually agreed upon between the parties.

RESOLVED FURTHER THAT for the purpose of implementing and giving effect to this resolution, any Director or Chief Financial Officer or Company Secretary & Compliance Officer, of the company, be and are hereby authorised to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution."

Registered Office:

204, Bldg No. B-65, Jaydeep Shanti Nagar Co-Op Hsg
Society, Sector 1, Mira Road - (East), Thane – 401107.

CIN No: L45200MH1999PLC120229

Tel No.: 022 2811 2521

e-mail: hq@innovators.in

Website: <https://innovators.in/>

Date: 26th October, 2026

Place: Thane

By Order of the Board of Director

For Innovators Facade Systems Limited

Sd/-

Nitin Kore

**Company Secretary and Compliance
Officer**

NOTES:

1. The Ministry of Corporate Affairs ('MCA'), inter alia, vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2022 dated May 5, 2022 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), has permitted the holding of the EOGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue.
2. Since this EOGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Body Corporates are entitled to appoint authorized representatives to attend the EOGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (herein after referred to as "the Act", in respect of item 1 and 2 is annexed hereto.
4. The Members can join the EOGM in the VC/OAVM mode thirty minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EOGM through VC/OAVM will be made available on first come first served basis.
5. Members shall have the option to vote electronically ("evoting") either before the EOGM ("remote e-voting") or during the EOGM. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard on General Meetings ("SS-2"), Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the facility for remote evoting and e-voting in respect of the business to be transacted at the EOGM is being provided by the Company through MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited). Necessary arrangements have been made by the Company with MUFG Intime India Private Limited to facilitate remote evoting and e-voting during the EOGM.
6. The Company has appointed M/s. Nishant Bajaj & Associates (Practising Company Secretary), having COP no. 21538 as the scrutinizer for scrutinizing the entire e-voting process i.e. remote e-voting and e-voting during the EOGM, to ensure that the process is carried out in a fair and transparent manner.
7. The attendance of the Members joining the EOGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

8. Members attending the EOGM through VC / OAVM should note that those who are entitled to vote but have not exercised their right to vote by remote e-voting, may vote during the EOGM through e-voting for all businesses specified in the Notice. The Members who have exercised their right to vote by remote e-voting may attend the EOGM but cannot vote during the EOGM.
9. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Member / Beneficial Owner list maintained by the depositories as on the cutoff date i.e. Wednesday, 18th November, 2026 ("cut-off date").
10. A person, whose name is recorded in the Register of Members / Beneficial Owners list maintained by the depositories as on as on Wednesday, 18th November, 2026 only shall be entitled to avail the facility of remote e-voting or e-voting during the EOGM.
11. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote during the EOGM.
12. The Remote e-voting period will be from Saturday, 21st November, 2026 at 09:00 a.m. and end on Tuesday, 24th November, 2026 by 05:00 P.M.
13. Members holding shares in dematerialized form are requested to update with their respective Depository Participants ("DP"), their bank account details (account number, 9-digit MICR and 11-digit IFSC), e-mail IDs and mobile number.
14. Members can avail of the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act.
15. In line with MCA Circulars and SEBI circular, the Notice calling the EOGM is being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice of EOGM will also be available on the website of the Company at www.innovators.in/ and the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The Notice is also disseminated on the website of MUFG Intime India Private Limited {agency providing the remote e-voting facility and e-voting during the EOGM) at www.instavote.linkintime.co.in. Members who have not registered/ updated their e-mail address or mobile number with the Company but wish to receive all communication from the Company electronically may register/ update their e-mail and mobile numbers on investors@innovators.in. Members are also encouraged to register/update their email addresses or mobile number with the relevant Depository Participant.
16. Since the EOGM will be held through VC / OAVM, the route map is not annexed to the Notice.
17. The Company is providing the facility of live webcast of proceedings of the EOGM. Members who are entitled to participate in the EOGM can view the proceedings of EOGM by logging in the website of MUFG Intime India Private Limited at www.instavote.linkintime.co.in using the login credentials.

18. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.innovators.in/ and on the website of MUFG Intime India Private Limited at www.instavote.linkintime.co.in. The results shall also be immediately forwarded to the BSE Limited, where the equity shares of the Company are listed.
19. All the documents referred in the Notice are available for inspection electronically from the date of dispatch of Notice till Wednesday, 25th November, 2026. Members seeking to inspect such documents are requested to write to the Company at investors@innovators.in

EXPLANATORY STATEMENT

In conformity with the Provisions of Section 102(1) of the Companies Act, 2013 the following Explanatory Statement sets out all the material facts relating to the item of Special Business of the Notice and the same should be taken as forming part of the notice.

Item No.1:

The Board, at its meeting held on 26th October, 2026, has, subject to the approval of the Members and such other statutory and regulatory approvals as may be required, approved the offer, issue and allotment of 9,50,971 (Nine lakhs fifty thousand nine hundred and seventy one) fully paid-up equity shares of face value of Rs. 10/- each ("Swap Shares") at a price of Rs. 118/- (Rupees one hundred and eighteen only) per equity share (including a premium of Rs. 108/- per equity share), aggregating to Rs. 11,22,14,578/- (Rupees eleven crores twenty two lakhs fourteen thousand five hundred and seventy eight only), to Ms. Vedika Radheshyam Sharma ("Proposed Allottee"), belonging to the promoter group category, by way of a preferential issue on a private placement basis, for consideration other than cash, being the swap of equity shares of Innovators Contracting Works Private Limited ("Target Company").

The issuance is proposed in terms of the Share Purchase Agreement dated 26th October, 2026 executed amongst the Company, M/s. Innovators Contracting Works Private Limited, the Target Company and Ms. Vedika Radheshyam Sharma (Selling Shareholder/ Proposed Allottee). Pursuant thereto, the Company shall acquire from the Proposed Allottee 10,10,000 (ten lakhs ten thousand only) equity shares of the Target Company ("Sale Shares"), representing 51.03% of the total paid-up equity share capital of the Target Company, on a share swap basis in the ratio of 0.94:1, and the transfer of the Sale Shares to the Company shall constitute full and final consideration for the issue and allotment of the Swap Shares, as per the particulars set out below:

Name of the Seller / Proposed Allottee	Swap Ratio	No. of equity shares of the Target Company to be acquired (Sale Shares)	Face value of shares of the Target Company	% of paid up capital of the Target Company acquired	Value per Equity Share of the Target Company (Rs.)	Equity shares of the Company to be issued (Swap Shares)
Vedika Radheshyam Sharma	0.94:1	10,10,000	Rs. 10/-	51.03%	111.10	9,50,971

Purchase Consideration

Pursuant to the Share Purchase Agreement, Innovators Façade Systems Limited proposes to issue 9,50,971 equity shares to Ms. Vedika Radheshyam Sharma at an issue price of Rs. 118 per equity share, aggregating to a total consideration of Rs. 11,22,14,578/-.

In consideration thereof, the Company shall acquire 10,10,000 Equity Shares of Innovators Contracting Works Private Limited from Ms. Vedika Radheshyam Sharma, valued at Rs. 111.10 per equity share, aggregating to a total consideration of Rs. 11,22,14,624.31/-.

The difference in the consideration amounting to Rs. 46.31/- has arisen solely on account of rounding-off/fractional adjustment while determining the number of equity shares to be allotted pursuant to the Share Purchase Agreement. As fractional share is not allowed in Demat form hence the Company confirms and undertakes that the said differential amount of Rs. 46.31/- shall be paid by the company to Ms. Vedika Radheshyam Sharma through normal banking channels from its respective bank account, thereby ensuring that the entire agreed consideration under the Share Purchase Agreement is fully discharged and that there is no shortfall in the consideration payable pursuant to the transaction.

Rationale for the Proposed Acquisition of 51.03% Equity Share Capital of Innovators Contracting Works Private Limited and Issuance of Equity Shares on a Preferential Basis for Consideration Other Than Cash:

The proposed Preferential Issue is being undertaken to discharge the purchase consideration payable by Innovators Façade Systems Limited ("IFSL" or the "Company") for the acquisition of 10,10,000 equity shares, representing 51.03% of the paid-up equity share capital of Innovators Contracting Works Private Limited ("ICWPL"), from its existing shareholder, by way of a share swap arrangement.

Currently, the Company, through its wholly owned subsidiary, M/s. Innovators Engineering Works Private Limited ("IEWPL"), holds 48.97% of the equity share capital of ICWPL. Upon completion of the proposed acquisition, the Company, together with IEWPL, will hold 100% of the equity share capital of ICWPL, thereby making ICWPL a wholly owned subsidiary of the Company.

ICWPL is engaged in subcontracting activities relating to the production, installation and execution of façade systems, CRP panels, fire-rated doors and other façade-related products on a works contract basis, including labour contracting for allied activities for the Company's projects.

The proposed acquisition will facilitate consolidation of ICWPL's ownership and business operations under IFSL, resulting in a streamlined corporate structure and improved operational coordination. Further, the acquisition is expected to enable the Company to achieve greater operational integration, improve control over fabrication and installation activities, optimise the utilisation of resources and enhance the efficiency of project execution and contribute positively to the profitability in consolidated financial performance of the Company.

Also, one factory building structure (on land adjacent to the existing manufacturing unit of the Company in Wada District of Maharashtra) owned by ICWPL and leased to the Company, will facilitate in long term operational efficiencies to the Company after this acquisition transaction.

The consideration for the acquisition is proposed to be discharged by way of issuance and allotment of equity shares of the Company to the existing shareholder of ICWPL, in accordance with the terms of the Share Purchase Agreement and subject to applicable laws and requisite approvals. The proposed Share Purchase arrangement will enable the Company to complete the acquisition without requiring cash consideration for the purchase of the Sale Shares, while aligning the consideration with the proposed acquisition and the Company's long-term business objectives.

Accordingly, the Board of Directors considers the proposed Preferential Issue to be in the interest of the Company and its stakeholders and believes that the acquisition will support the Company's growth strategy, strengthen its operational capabilities and contribute to its long-term business prospects.

In terms of Sections 23, 42 and 62(1)(c) of the Act read with Rule 14 of the PAS Rules and Rule 13 of the Share Capital Rules, and Regulation 160 and other applicable provisions of Chapter V of the SEBI ICDR Regulations, the approval of the Members is being sought by way of a Special Resolution. The disclosures required under the Act and the rules made thereunder and under Regulation 163 of the SEBI ICDR Regulations are set out below:

a) The Object of the preferential issue of Equity Shares:

The Preferential Issue is proposed to be undertaken to discharge, in full, the purchase consideration payable by the Company for the acquisition of the Sale Shares, i.e., 10,10,000 equity shares of Innovators Contracting Works Private Limited ("Target Company"), representing 51.03% of its paid-up equity share capital, by way of a swap of shares pursuant to the Share Purchase Agreement.

The Target Company is engaged in subcontracting activities relating to the production, installation and execution of façade systems, CRP panels, fire-rated doors and other façade-related products, along with allied activities for the Company's projects.

The proposed acquisition will facilitate consolidation of ICWPL's ownership and business operations under IFSL, resulting in a streamlined corporate structure and improved operational coordination. Further, the acquisition is expected to enable the Company to achieve greater operational integration, improve control over fabrication and installation activities, optimise the utilisation of resources and enhance the efficiency of project execution and contribute positively to the profitability in consolidated financial performance of the Company.

Further, the Target Company owns one factory building structure (on land adjacent to the existing manufacturing unit of the Company in Wada District of Maharashtra) currently leased to the Company, will facilitate in long term operational efficiencies to the Company after this proposed acquisition transaction.

b) Kind of securities offered and total/Maximum Number of securities to be issued:

9,50,971 (Nine lakhs fifty thousand and seventy one) fully paid-up equity shares of face value of Rs. 10/- each of the Company, to be issued and allotted on a preferential basis by way of private placement, for consideration other than cash (swap of shares).

c) Size of the issue / amount which the Company intends to raise:

The Company proposes to issue and allot the Swap Shares on a preferential basis for consideration other than cash, towards consideration for the acquisition of 10,10,000 equity shares of Innovators Contracting Works Private Limited ("ICWPL") from the Proposed Allottee. Accordingly, no funds will be raised by the Company through the proposed Preferential Issue. The aggregate issue price of the Swap Shares shall be Rs. 11,22,14,578/- (Rupees eleven crores twenty two lakhs fourteen thousand five hundred seventy eight only), which shall be set off against the consideration payable by the Company for the acquisition of the aforesaid equity shares of ICWPL and Rs. 46.31/- will be paid by the company to the allottee.

d) The price or price band at/within which the allotment is proposed:

Rs. 118/- (Rupees one hundred and eighteen only) per Swap Share, comprising face value of Rs. 10/- and a premium of Rs. 108/- per Swap Share, which is not less than the floor price determined in accordance with Regulation 164 of the SEBI ICDR Regulations. The price shall be subject to appropriate adjustments, if required, under applicable law.

e) Date of passing of the Board resolution:

The Board meeting was held on Monday, 26th October, 2026.

f) Relevant date with reference to which the price has been arrived at:

The "Relevant Date" as per the ICDR Regulations for determining the minimum price for the preferential issue of Equity Share is 26th October, 2026 ("Relevant Date") which is 30 days prior to the date of Extra-Ordinary General Meeting (EOGM) i.e. Wednesday, 25th November, 2026.

g) Basis on which the price has been arrived at, justification for the price (including premium) and report of the registered valuer:

The equity shares of the Company are listed on SME Board of BSE Limited and are frequently traded within the meaning of Regulation 164(5) of the SEBI ICDR Regulations. In terms of Regulation 164(1) of the SEBI ICDR Regulations, the floor price is the higher of:

- (a) the 90 trading days' VWAP preceding the Relevant Date, i.e., Rs. 117.53 per equity share; and
 - (b) the 10 trading days' VWAP preceding the Relevant Date, i.e., Rs. 108.68 per equity share.
- Accordingly, the floor price is Rs. 117.53 per equity share.

The Board of Directors of the Company has approved the issue price of Rs. 118/- per Swap Share, as determined taking into consideration the valuation report dated 26th October, 2026, issued by

Mr. Bhavesh M. Rathod, Registered Valuer (Reg. No. IBBI/RV/06/2019/10708), which determined the value at Rs. 117.53 per share. Accordingly, the issue price of Rs. 118/- per Swap Share is higher than the minimum price determined in accordance with Regulation 164 of the SEBI ICDR Regulations.

The value of the Sale Shares of the Target Company has been arrived at on the basis of the valuation report dated 26th October, 2026 issued Mr. Jha Prabhakar Pramod, Registered Valuer (Reg. No. IBBI/RV/16/2021/14342), and the swap ratio of 0.94:1 has been derived accordingly.

In terms of Regulation 163(3) of the SEBI ICDR Regulations, the consideration other than cash comprises only a swap of shares pursuant to the valuation report of an independent registered valuer, and the said valuation report shall be submitted to the Stock Exchanges.

There is no change in control of the Company and the allotment to the Proposed Allottee (together with persons acting in concert, if any) does not exceed 5% of the post-issue fully diluted share capital of the Company, the requirements of Regulation 166A(1) and 166A(2) of the SEBI ICDR Regulations are not applicable.

The Articles of Association of the Company do not provide for any method of determination of price which results in a floor price higher than that determined under the SEBI ICDR Regulations. The equity shares of the Company have been listed for more than 90 trading days prior to the Relevant Date; accordingly, re-computation of the issue price under Regulation 164(3), and the undertakings under Regulations 163(1)(g) and 163(1)(h) of the SEBI ICDR Regulations, are not applicable.

There is no change in the management or control of the Company pursuant to the aforesaid issue and allotment of the Equity Shares and therefore there is no requirement of a reasoned recommendation from a committee of independent directors of the issuer.

The copy of the Valuation report shall be available for inspection by the members on all working days between Monday to Friday upto the date of Extra Ordinary General Meeting and the same may be accessed on the Company's website: <https://innovators.in/>

h) Name and address of valuer who performed valuation:

The Valuation of the company was performed by Mr. Bhavesh M Rathod, a Registered Valuer (Reg. No. IBBI/RV/06/2019/10708) having his office at Office No. 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra - 400101 Registered Add: 12D, White Spring, A wing, Rivali Park Complex, Western Express Highway, Borivali East, Mumbai 400066

The Valuation of the target company was performed by Jha Prabhakar Pramod, Registered Valuer (Reg. No. IBBI/RV/16/2021/14342) having his office at Office No. 105, Shidheswar complex, Manda, District - Thane, Maharashtra Pin Code – 421605

i) Material terms of raising the securities and proposed schedule:

- a. The Swap Shares shall be issued for consideration other than cash, and the transfer of the Sale Shares by the Proposed Allottee to the Company shall constitute full and final consideration therefor;
- b. the Swap Shares shall be allotted in dematerialized form, shall be fully paid-up on allotment and shall rank pari passu in all respects with the existing equity shares of the Company from the date of allotment;
- c. the offer shall be made through a private placement offer-cum-application letter in Form PAS-4, and the record of the offer shall be maintained in Form PAS-5, in accordance with Section 42 of the Act read with Rule 14 of the PAS Rules;
- d. any rights or bonus shares or other entitlements arising in respect of the Swap Shares shall be subject to the same lock-in as the Swap Shares; and
- e. the allotment shall be completed within the time frame set out at Sr. No. (m) below.

j) Justification for the allotment proposed to be made for consideration other than cash together with the valuation report of the registered valuer:

The consideration payable by the Company for the acquisition of the Sale Shares shall be discharged in by the issue and allotment of the Swap Shares in the swap ratio of 0.94:1, determined on the basis of the valuation reports dated 26th October, 2026 issued by Mr. Bhavesh M Rathod, a Registered Valuer (Reg. No. IBBI/RV/06/2019/10708), in respect of the equity shares of the Company and by Mr. Jha Prabhakar Pramod, a Registered Valuer (Reg. No. IBBI/RV/16/2021/14342) of the Target Company.

The proposed allotment of equity shares for consideration other than cash is intended to discharge the purchase consideration payable for the acquisition of 10,10,000 equity shares of Innovators

Contracting Works Private Limited, representing 51.03% of its paid-up equity share capital, pursuant to the Share Purchase Agreement. The share swap arrangement will facilitate the acquisition while conserving the Company's cash resources. The issue price and consideration shall be determined in accordance with applicable laws and supported by the relevant valuation report(s) of the Registered Valuer.

k) Intent of the Promoters, Directors or Key Managerial Personnel of the Company to subscribe to the offer/ Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:

Ms. Vedika Radheshyam Sharma, Member of Promoter Group has intended to subscribe the proposed issue of Equity Shares.

Apart from Ms. Vedika Radheshyam Sharma, no other Promoters / promoter Group / Directors / KMP / SMP intend to subscribe to the offer.

l) The class or classes of persons to whom allotment is proposed to be made:

Name of the Proposed Allottee(s)	Address	Class or classes of person(s)	No. of Equity Shares to be allotted
Vedika Radheshyam Sharma	Flat No. C- 2106, Oberoi Woods CHS, Mohan Gokhale Road, Goregaon (East), Mumbai-400063.	Promoter Group	9,50,971
Total			9,50,971

m) The proposed time frame within which the allotment shall be completed:

In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Swap Shares shall be completed within 15 (fifteen) days from the date of passing of the Special Resolution; provided that where the allotment is pending on account of any approval or permission from any regulatory authority or the Central Government (including the in-principle approval of the Stock Exchange), the allotment shall be completed within 15 (fifteen) days from the date of receipt of such approval or permission.

- n) **The names of the proposed allottee(s) and the percentage of post preferential offer of Equity Shares that may be held by them:**

Proposed Allottee(s)	Prior holding		New Equity Shares to be allotted	Post holding	
	No. of Shares held	% of shareholding		No. of Shares held	% of shareholding
Vedika Radheshyam Sharma PAN: FHRPS4006P	1,20,000	0.64%	9,50,971	10,70,971	5.40%

- o) **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 Allottee:**

Sr. No.	Name of the Proposed Allottee	Identity of the Natural person who is the ultimate Beneficial owner proposed to be allotted and/or who ultimately control proposed allottee(s) of Equity Shares
1.	Vedika Radheshyam Sharma	N.A. being natural person

- p) **The change in control, if any, in the Company that would occur consequent to preferential offer:**

The proposed preferential allotment is being made to a single allottee who is a member of the Promoter Group and whose proposed allotment represents less than 5% of the post-issue paid-up equity share capital of the Company.

The proposed allotment will not result in any change in the control of the Company or in the composition of the Board of Directors. However, the shareholding pattern and voting rights of the shareholders will change consequent to the proposed preferential allotment.

Accordingly, considering that the proposed preferential allotment does not result in a change in control of the Company, the guidance relating to control premium under Regulation 166A of the SEBI (ICDR) Regulations, 2018, has not been considered in the valuation report issued by the Registered Valuer, Mr. Bhavesh M. Rathod (Registration No. IBBI/RV/06/2019/10708).

- q) **The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:**

Not Applicable.

- r) **The percentage of post preferential issue capital that may be held by the allottee(s) and change in control if any, in the issuer consequent to the preferential issue**

Proposed Allottee(s)	Prior holding		New Equity Shares to be allotted	Post holding	
	No. of Shares held	% of shareholding		No. of Shares held	% of shareholding
Vedika Radheshyam Sharma	1,20,000	0.64%	9,50,971	10,70,971	5.40%

There shall be no change in the management or control over the Company, pursuant to the above mentioned preferential allotment. However, voting rights will change in the shareholding pattern consequent to issue of Equity Shares.

- s) **Principal terms of assets charged as securities**

Not Applicable

- t) **Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of the objects:**

The proposed preferential issue of equity shares is being made for consideration other than cash by way of a share swap. No separate monetary contribution is being made by the Promoters/ Promoter Group or Directors towards the objects of the issue. The consideration for the proposed issue shall be discharged by way of transfer of the Sale Shares in accordance with the Share Purchase Agreement.

- u) **Lock in period:**

The proposed allotment of the Equity Shares, shall be subject to a lock-in as per the requirements of ICDR Regulations.

- i) The equity shares allotted on a preferential basis to the promoter group shall be locked-in for a period of 18 months from the date of trading approval;

- ii) The entire pre-preferential allotment shareholding of the proposed allottee shall be locked in from the Relevant Date up to a period of 90 trading days from the date of trading approval as per Regulation 167(6) of the ICDR Regulations, 2018.

v) The shareholding pattern of the Company before and after the preferential issue:

Equity Share Capital

No.	Category	Pre Issue		Post Issue	
		No. of Shares held	% of Share-holding	No. of Shares held	% of Share-holding
A	Promoters holding:				
A1	Indian:				
1.	Individuals/HUF	66,15,324	35.06	75,66,295	38.18
2.	Bodies Corporate	54,05,026	28.65	54,05,026	27.27
3.	Financial Institutions/ Banks	-	-	-	-
4.	Trust	-	-	-	-
5.	Others	-	-	-	-
	Sub-Total (A1)	1,20,20,350	63.71	1,29,71,321	65.45
A2	Foreign Promoters	-	-	-	-
	Sub-Total (A2)	-	-	-	-
	TOTAL A (A1+A2)	1,20,20,350	63.71	1,29,71,321	65.45
B	Non-Promoters holding:				
B1.	Institutions				
	Institutions (Domestic)	2,11,200	1.12	2,11,200	1.07
	Institutions (Foreign)	50,400	0.27	50,400	0.25
	Sub-Total (B1)	2,61,600	1.39	2,61,600	1.32
B2.	Non-Institution:				
	Bodies Corporate	8,94,412	4.74%	8,94,412	4.51
	Individuals	52,10,727	27.62%	52,10,727	26.29
	NRI's	2,36,800	1.26%	2,36,800	1.19
	Others	2,43,919	1.29%	2,43,919	1.23
	Sub-Total (B2)	65,85,858	34.91%	65,85,858	33.23
	TOTAL B (B1+B2)	68,47,458	36.29%	68,47,458	34.55
	GRAND TOTAL (A+B)	1,88,67,808	100%	1,98,18,779	100%

*The shareholding specified is as on 30th September, 2026

w) The Current and Proposed Status of the Allottee(s) post the preferential issue;

Name of the Proposed Allottee(s)	Current Status of the allottee(s)	Proposed Status of the allottee(s)
Vedika Radheshyam Sharma	Promoter Group	Promoter Group

x) Listing:

The Company will make an application to SME Board of BSE Limited at which the existing shares are already listed, for listing of the equity shares being issued on swap shares. Such Equity Shares, once allotted, shall rank pari passu with the existing equity shares of the Company in all respects, including dividend.

y) Practicing Company Secretary Certificate

The Certificate being issued by M/s. Nishant Bajaj & Associates., Practicing Company Secretary, (having Membership No: 12990 and COP No: 21538) certifying that the issue of Equity Shares is being made in accordance with requirements of ICDR Regulations shall be placed before the General Meeting of the shareholders. The same is also available at the website of the Company at <https://innovators.in/>.

z) Other Disclosures/Undertaking:

1. Neither the Company, nor any of its Directors and / or Promoters have been declared as willful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations. Consequently, the disclosures required under Regulation 163(1)(i) of the SEBI ICDR Regulations read with Schedule VI are not applicable
2. Neither the Company nor any of its Directors and / or Promoters are a fugitive economic offender as defined under the SEBI ICDR Regulations.
3. The Company is in compliance with the conditions for continuous listing, and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
4. The Proposed Allottee has confirmed that it has not sold any equity shares of the Company during the 90 Trading Days preceding the Relevant Date, and that it is eligible to participate in the Preferential Issue in terms of Regulation 159 of the SEBI ICDR Regulations
5. Since the Equity Shares of the Company are listed on recognized stock exchanges for more than 90 (Ninety) trading days, the price computation and lock-in extensions, required pursuant to Regulations 164(3) and 167(5) of the ICDR Regulations and the disclosures and

undertakings required pursuant to Regulation 163(1)(g) and (h) of the ICDR Regulations are not applicable.

The approval of the Members by way of Special Resolution is required in term of the applicable provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations and accordingly the approval of the Members of the Company is being sought.

Promoter / Promoter Group of the company and their relatives are interested in the resolutions mentioned above as per their Shareholding(s) in the Company.

Item No.2

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), related party transactions are subject to the applicable approval requirements prescribed thereunder. A related party transaction is considered material if the transaction(s), individually or together with previous transactions during a financial year, exceed the thresholds prescribed under Regulation 23 read with Schedule XII of the SEBI Listing Regulations.

The proposed acquisition constitutes a Related Party Transaction. Although the transaction does not fall within the prescribed materiality threshold under Regulation 23 of the SEBI Listing Regulations, the Company is voluntarily seeking the approval of its Members for the proposed acquisition, in the interest of good corporate governance and transparency.

Further, SEBI, vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June, 2025, has prescribed Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions”, effective from 1st September, 2025. Accordingly, the relevant details of the proposed acquisition have been provided in this Statement. In view of the above, Resolution No. 8 is being placed before the Members for their approval of the proposed acquisition.

Related Party Transactions by the Company

Sr.no	Description	Particulars
A summary of information provided by the management to the Audit Committee		
01.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Ms. Vedika Radheshyam Sharma, a member of the Promoter Group of the Company and a Director and shareholder of Innovators Contracting Works Private Limited ("ICWPL"), the target company.
02.	Type/ Nature, material terms, monetary value and particulars of contracts or arrangement	<p>The Company proposes to acquire 10,10,000 equity shares, representing 51.03% of the equity share capital of ICWPL, from Ms. Vedika Radheshyam Sharma.</p> <p>The consideration for the acquisition shall be discharged by way of a share swap through the preferential allotment of 9,50,971 equity shares of the Company to Ms. Vedika Radheshyam Sharma, for consideration other than cash, at an issue price of Rs. 118 per equity share, determined in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), subject to the requisite approvals and applicable statutory and regulatory requirements.</p>
03.	Tenure of the transaction	The transaction is expected to be completed within 3 to 6 months, subject to receipt of the requisite approvals and fulfilment of applicable conditions.
04.	Value of Transaction	The aggregate value of the proposed preferential allotment is Rs. 11,22,14,578/- comprising 9,50,971 equity shares at an issue price of Rs. 118 per share. The shares are proposed to be allotted for consideration other than cash by way of a share swap

		towards acquisition of the Sale Shares of ICWPL.
05.	Percentage of annual consolidated turnover of the Company considering FY26 as the immediately preceding financial year	4.93% of the standalone and consolidated turnover of the Company, as per the financial statements for the financial year ended 31 st March, 2026.
06.	Justification for the transaction.	As detailed in the Explanatory Statement accompanying Item No. 1 of the Notice.
Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:		
a.	details of the source of funds in connection with the proposed transaction	Not applicable, as the consideration for the acquisition is being discharged by way of a share swap and no cash consideration is payable.
b.	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure	Not applicable, as no financial indebtedness is proposed to be incurred in connection with the transaction.
c.	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.	The transaction involves the acquisition of equity shares of ICWPL from a member of the Promoter Group by way of a share swap. The consideration shall be discharged through the preferential allotment of equity shares of the Company, subject to the terms of the Share Purchase Agreement and applicable statutory and regulatory requirements. No loan, advance or financial assistance is involved.
d.	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Not applicable, as the transaction does not involve cash consideration and the acquisition consideration shall be discharged through a share swap.

e.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	ICWPL has obtained a valuation report dated 26 th October, 2026, from Mr. Jha Prabhakar Pramod, Registered Valuer, determining the value of the equity shares of ICWPL at Rs. 111.10/- per share. The relevant valuation report shall be made available to the shareholders through the registered email address, in accordance with applicable requirements.
f.	Percentage of counterparty's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	Not Applicable – Ms. Vedika Sharma is an individual.
g.	Name of the director or key managerial personnel who is related, if any and nature of relationship.	<ol style="list-style-type: none"> 1. Radheshyam Sharma, Managing Director 2. Raman Sharma, Whole-Time Director 3. Gayatri Sharma, Non-Executive Director 4. Rohit Sharma, Chief Executive Officer 5. Priti Sharma, Chief Financial Officer
h.	Any other information that may be relevant	Other relevant information regarding the proposed acquisition and preferential allotment is set out in the Explanatory Statement accompanying the Notice.

REMOTE EVOTING INSTRUCTIONS:

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, 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 correctly in their demat accounts to access remote e-Voting facility.

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

The voting period begins on Saturday, 21st November, 2026, at 09.00 a.m. (IST) and ends on Tuesday, 24th November, 2026 at 05.00 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 Wednesday, 18th November, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- a) Visit URL: <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.



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 with Depository Participant

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.

- 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 may register and vote on InstaVote as under:

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:

c) User ID: Enter User ID

d) Password: Enter existing Password

e) Enter Image Verification (CAPTCHA) Code

f) Click “Submit”.

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the Company

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:

A. User ID: Enter User ID

B. 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.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the 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
- E. 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).
- F. Enter Image Verification (CAPTCHA) Code.
- G. 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 registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

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

The corporate shareholder can vote by two methods, during the remote e-voting period.

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 registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

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>

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

- 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:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct EOGMs 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:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on “Login”.
- b) Select the “Company Name” and register with your following details:
- c) 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.
- d) 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 company’s registered email address.
- 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.

**NITIN
VINAYA
K KORE**

Digitally signed by NITIN VINAYAK KORE
DN: c=IN, st=Maharashtra,
2.5.4.20=c540e9e4170602a4a387f22c83
321288e8d236b40b58087be1da7cc8c97
6b44c, postalCode=401303, street=E 301
Building No 1 Agarwal Paramount
Dongre Near Cosmos Business Centre
Global City Virar West,
pseudonym=20251127164005911,
title=9873,
serialNumber=6346489329db4bf7d8431
6b102fcd1e6f03d1474d18673b4e5dd5
0051a8cc1, o=Personal, cn=NITIN
VINAYAK KORE
Date: 2026.10.31 17:57:11 +05'30'