TAAL Tech Limited

(Formerly known as TAAL Enterprises Limited)
Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area,
7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

TTL/SEC/2026-27 August 07, 2026

Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai - 400 001
Scrip Code: 539956

Dear Sir / Madam,

Sub: Notice of the 12th Annual General Meeting

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Notice of the 12th Annual General Meeting of the Company scheduled to be held on Tuesday, September 01, 2026 at 12:00 p.m. IST through Video Conferencing / Other Audio Visual Means.

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,

For **TAAL Tech Limited**
(Formerly known as TAAL Enterprises Limited)

ADITYA SHASHIKANT OZA
Digitally signed by ADITYA SHASHIKANT OZA
Date: 2026.08.07 16:14:15 +05'30'

Aditya Shashikant Oza
Company Secretary & Compliance Officer
ICSI Membership. No. 75104

Encl: as above

TAAL Tech Limited

(Formerly known as TAAL Enterprises Limited)
Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area,
7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

NOTICE OF 12TH ANNUAL GENERAL MEETING

Dear Shareholders,

I am pleased to invite you at the 12th Annual General Meeting ("AGM") of TAAL Tech Limited (Formerly known as TAAL Enterprises Limited) (the "Company") scheduled to be held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on Tuesday, September 1, 2026 at 12:00 p.m (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The Notice of the meeting, containing businesses to be transacted along with Explanatory Statement thereon is enclosed herewith.

As per Section 108 of the Companies Act 2013, read with the related Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice before and during the meeting. The instructions for e-voting are enclosed herewith in AGM Notice.

Yours faithfully,

For TAAL Tech Limited
(Formerly known as TAAL Enterprises Limited)

SD/-

Aditya Shashikant Oza
Company Secretary & Compliance Officer

TAAL Tech Limited

(Formerly known as TAAL Enterprises Limited)
Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area,
7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

NOTICE IS HEREBY GIVEN THAT THE 12TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF TAAL TECH LIMITED (FORMERLY KNOWN AS TAAL ENTERPRISES LIMITED) WILL BE HELD ON TUESDAY, SEPTEMBER 1, 2026 AT 12:00 P.M. IST THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS (VC/OAVM) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. ADOPTION OF THE AUDITED STANDALONE FINANCIAL STATEMENTS, REPORT OF BOARD OF DIRECTORS AND AUDITORS AS ON MARCH 31, 2026

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

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

2. ADOPTION OF THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS AND REPORT OF AUDITORS AS ON MARCH 31, 2026

To consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution with or Without modification:

"**RESOLVED THAT** the Audited Consolidated Financial Statements for the financial year ended March 31, 2026 and the reports of the Auditors thereon, as circulated to Members, be and are hereby considered, approved and adopted."

3. APPOINTMENT OF MR. NARAYAN VITHAL KARBHASE (DIN: 00228836) AS NON-EXECUTIVE DIRECTOR, LIABLE TO RETIRE BY ROTATION

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

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Narayan Vithal Karbhase (DIN: 00228836), Non-Executive Director, who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

4. TO RE-APPOINT STATUTORY AUDITORS AND FIX THEIR REMUNERATION

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (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 the Board of Directors of the Company M/s. TLB & Co. (Firm Registration No. 016505S), Chartered Accountants be and are hereby re-appointed as Statutory Auditors of the Company to hold office for a term of 4 (four) consecutive years commencing from the conclusion of the 12th Annual General Meeting till the conclusion of 16th Annual General Meeting of the Company to be held in the year 2030, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the Members and the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

SPECIAL BUSINESS:

5. APPROVAL OF THE LIMITS FOR THE LOANS AND INVESTMENT BY THE COMPANY PURSUANT TO SECTION 186 OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT in pursuant to the provisions of Section 186 and other applicable provisions if any, of the Companies Act 2013 and Rules made thereunder, (including any statutory modifications or re-enactment thereof for the time being in force), and upon recommendation of the Audit Committee and the Board of Directors of the Company and in supersession of the earlier resolutions passed by members with regard to investment activity of the Company, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter called 'the Board' which term shall deemed to include any Committee which Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) to make loan(s) and/or to give guarantee(s) and/or provide security(ies) in connection with loan(s) made and to invest/ disinvest /acquire from time to time by way of subscription, purchase, conversion or otherwise Equity Shares, Preference Shares, Debentures (whether convertible or nonconvertible), any security, various schemes of Mutual Funds, any other funds, fixed deposit or any other financial instruments of one or more bodies corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company, in their absolute discretion as the Board may think fit, or in any other manner in one or more tranches and on such other terms and conditions in the interest of the Company, up to an aggregate amount not exceeding Rs. 350 crore (Rupees Three Hundred and Fifty Crores only) outstanding at any point of time, over and above the permissible limits under Section 186(2) of the Companies Act, 2013 (presently being Rs.250 crores (Rupees Two Hundred and Fifty Crores only) and that the board is authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, and to settle any question or doubt that may arise in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same through transfer, sale, disinvest or demand before maturity or renew out of the surplus owned funds of the company or otherwise either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things as may be necessary, proper or expedient in this regard and to exercise all the rights and powers (including power to sub-delegate its authority to any other director, authorised officials of the Company) which would vest in the Company in pursuance of such loans, guarantees, securities and investments, without being required to seek any further consent or approval of the Members and the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

6. RE-APPOINTMENT OF MS. DEEPA MATHUR (DIN: 00449912) AS AN INDEPENDENT DIRECTOR

To consider & if thought fit, to pass, with or without modification(s), following resolution as Special resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company, Ms. Deepa Mathur (DIN: 00449912), Independent Director of the Company who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and regulation 16(1)(b) of SEBI Listing regulations, 2015 and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, Consent of the Members be and is hereby accorded for re-appointment of Ms. Deepa Mathur (DIN: 00449912) as an Independent Director of Company to hold office for a term of 5 (five) consecutive years commencing from the September 2, 2026 to September 2, 2031 of the Company and that she shall not be liable to retire by rotation.

7. APPOINTMENT OF MR. MURALIDHAR CHITTETI REDDY (DIN: 01621083) AS AN INDEPENDENT DIRECTOR

To consider & if thought fit, to pass, with or without modification(s), following resolution as Special resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, Consent of the Members be and is hereby accorded for appointment of Mr. Muralidhar Chitteti Reddy (DIN: 01621083), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors, with effect from August 6, 2026 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and who holds office upto the conclusion of this Annual General Meeting in terms of Section 161(1) of the Act, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for period of 5 consecutive years commencing from September 2, 2026 to September 2, 2031.

8. TO CONSIDER AND APPROVE SUB-DIVISION/SPLIT OF EQUITY SHARES OF THE COMPANY:

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

"RESOLVED THAT pursuant to Section 61(1)(d) read with section 13 and Section 64 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, and subject to the provisions of the Memorandum and Articles of Association of the Company and such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the appropriate statutory authority(ies), and as approved by the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for sub division (split) of each existing 1 (One) fully paid-up Equity Share of the Company having face value of Rs. 10/ – (Rupees Ten only) each, into 5 (Five) fully paid-up Equity Shares having face value of Rs. 2/ – (Rupee Two) each, with effect from the 'Record Date' to be determined by the Board of Directors for this purpose.

RESOLVED FURTHER THAT pursuant to the Sub-division of equity shares of the Company, the Authorized, Issued, Subscribed and Paid-up Equity Share Capital of nominal value of Rs. 10/- (Rupees Ten Only) each, existing as on record date shall stands sub-divided into 1 (One) Equity Shares of nominal value of Rs. 2/- (Rupee Two Only) each."

RESOLVED FURTHER THAT upon sub-division of the Equity Shares as aforesaid, 5 (Five) Equity Shares of the face value of Rs. 2/- each to be allotted in lieu of existing 1 (One) Equity Share of Rs. 10/- each subject to the terms of the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with the existing fully paid-up Equity Shares of Rs. 10/- each of the Company and shall be entitled to participate in full after the Sub-divided Equity Shares are allotted.

RESOLVED FURTHER THAT upon sub-division of the Equity Shares as aforesaid and with effect from the Record Date:

a) for the equity shares held in physical form, to the extent applicable, the existing Share Certificate(s) in relation to the existing fully paid equity shares having face value of Rs. 10/- (Rupees Ten Only) each, shall be deemed to have been automatically cancelled and shall be of no effect from Record Date and the Board / Company's Registrar and Share Transfer Agents, without requiring the Members to surrender their existing Share Certificate(s), will issue allotment advice and credit the shares in the Suspense and Escrow A/c of the Company in compliance with the prevailing laws/ guidelines in this regard; and
b) for the Equity Shares held in dematerialized form, the sub-divided Equity Shares shall be credited proportionately into the respective beneficiary demat accounts of the Members held with Depository Participants, in lieu of the existing credits present in their respective beneficiary demat accounts.

RESOLVED FURTHER THAT the Board of Directors and/or any Committee thereof and/or Company Secretary and/or Chief Financial Officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things including to fix and announce the Record Date, to make appropriate adjustments on account of sub-division of Equity Shares, to accept and make any alteration(s), modification(s) to the terms and conditions as they may deems necessary, concerning any aspect of the sub-division of Equity Shares, in accordance with the statutory requirements as well as to delegate all or any of its/their powers herein conferred to any other Officer(s)/Authorised Representative(s) of the Company, to give such directions as may be necessary or desirable, to apply for necessary approvals, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as they may, in their absolute discretion deems necessary, expedient, usual or proper in relation to or in connection with or for matters in relation or consequential to the sub-division of Equity Shares including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities, in due compliance of the applicable rules and regulations, without seeking any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

9. TO CONSIDER AND APPROVE ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider & if thought fit, to pass, with or without modification(s), following resolution as Ordinary resolution:

"RESOLVED THAT pursuant to Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, consent of the Members of the Company be and is hereby accorded to alter and substitute the existing Clause 5th of the Memorandum of Association of the Company with the following new Clause 5th:

***"5th.** The Authorized Share Capital of the Company is Rs.6,00,00,000/- (Rupees Six Crores Only) divided into 3,00,00,000 (Three Crore) Equity Shares of Rs. 2/- (Rupee Two Only) each*-with power to increase or reduce the capital and with liberty to divide the capital into several classes and to attach thereto respectively such preferential rights, privileges, or conditions in such manner as may be permitted under the Companies Act, 2013 and as the Company deems fit and necessary."

RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall include any Committee thereof or any other person(s) as may be authorized by the Board in that behalf), be and are hereby severally authorized to undertake, execute all such acts, deeds, matters and things as they may deem necessary, proper and/ or expedient, to apply for requisite approval(s} of the statutory or regulatory authorities, as may be required, to carry out all requisite, incidental, consequential steps and to settle any question, difficulty or doubt that may arise in order to give full effect to this resolution."

By Order of the Board of Directors
For TAAL Tech Limited
(Formerly known as TAAL Enterprises Limited)
SD/-
Aditya Shashikant Oza
Company Secretary
ICSI Membership No.: 75104

Date: August 6, 2026
Place: Pune

NOTES:

The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020, 17/2020, 02/2021, 2/2022, 10/2022, 09/2023, 09/2024 and 03/2025 dated April 8, 2020, April 13, 2020, January 13, 2021, May 5, 2022, December 28, 2022, September 09, 2023, September 19, 2024 and September 22, 2025 respectively (collectively referred to as 'MCA Circulars') allowed the companies to conduct their Annual General Meetings through VC / OAVM, without the physical presence of the Members at a common venue by following the guidelines specified in the said MCA Circulars. Further, Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023,SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ('SEBI Circulars') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR').

Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars, the 12th AGM of the Company is being held through VC/OAVM on Tuesday, September 1, 2026, at 12:00 p.m. (IST).

1) In accordance with the Secretarial Standard - 2 on General Meetings issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area, 7th Mile Hosur Road, Singasandra, Bangalore, South Bangalore-560068, Karnataka, India, which shall be the venue of the AGM. Since the AGM will be held through VC / OAVM, the Route Map for the Venue of the Meeting is not annexed in this Notice.

2) The attendance of the Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

3) Generally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM 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 under section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM pursuant to Sections 112 and 113 of the Act, as the case maybe are requested to send a certified copy of the Board Resolution to the Scrutinizer at

anuj_nema@hotmail.com or Company Secretary by e-mail at secretarial@taalent.co.in and participate there at and cast their votes through e-voting.

4) The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 5 to 9 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 36(3) and other applicable Regulations of the Listing Regulations and Secretarial Standards - 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/reappointment at the AGM is provided as annexure to the Notice. Requisite declarations have been received from Director/s for seeking appointment/re-appointment.

5) Pursuant to the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting during the AGM will be provided by NSDL.

6) The members can join the AGM in the VC / OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 members on 'first come first serve' basis. This will not include large Shareholders (Shareholders holding 2% or more Equity Shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis. The Members will be able to view the proceedings on National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsdl.com.

7) In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1) (b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

8) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM and the Annual Report for F.Y. 2025-26 has been uploaded on the website of the Company at www.taaltech.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) at www.evoting.nsdl.com.

9) Members holding shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agents, M/s. MUFG Intime India Private Limited at investor.helpdesk@in.mpms.mufg.com for consolidation into a single folio. Members holding shares in Dematerialized form are also requested to consolidate their shareholding.

10) In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

11) The documents referred to in the notice of the AGM are available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to secretarial@taalent.co.in on or before **August 26, 2026**.

12) Mr. Anuj Nema, Practicing Company Secretary (Membership No. A39389) has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner. The Scrutinizer shall submit, not later than two working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Company Secretary or the Chairperson. The Company Secretary shall declare the results of the voting forthwith and the same shall be placed on the website of the Company i.e., www.taaltech.com in the results shall also be immediately submitted to the Bombay Stock Exchange (BSE).

13) Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the notice and holding shares as on the Cut-off date i.e. **August 26, 2026**, may obtain the log in ID and password by sending a request at evoting@nsdl.co.in or at secretarial@taalent.co.in or at investor.helpdesk@in.mpms.mufg.com.

14) The Company's Registrar and Transfer Agents for its Share Registry work (physical and electronic) are M/s. MUFG Intime India Private Limited (Address: Block No. 202, 2nd floor, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune - 411001).

15) The recorded transcript of the AGM shall be maintained by the Company and also be made available on the website of the Company www.taaltech.com, in the investor relations section, after the conclusion of the meeting at the earliest.

16) Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company within the stipulated timeline. The Members whose unclaimed dividends/shares have been transferred to IEPF may claim the same by approaching the Company or RTA for issuance of Entitlement Letter on submission of required documents. The Members may then make an application to the IEPF Authority, in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents. The details of unclaimed dividend transferred to IEPF have been provided in the Annual Report F.Y 2025-26 and also on the website of the Company www.taaltech.com under investors section.

TAAL Tech Limited

(Formerly known as TAAL Enterprises Limited)
Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area, 7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

<u>THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:</u>

The remote e-voting period begins on Friday, August 28, 2026 at 09:00 A.M. and ends on Monday, August 31, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e., Wednesday, August 26, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, August 26, 2026.

<u>How do I vote electronically using NSDL e-Voting system?</u>

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

<u>Step 1: Access to NSDL e-Voting system</u>

<u>A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode</u>

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication,

	you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or eVoting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS 4. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play .
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

	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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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 & New System Myeasi 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 an 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at 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 a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

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

	For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?
(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and who's voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to secretarial@taalent.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (secretarial@taalent.co.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (secretarial@taalent.co.in). The same will be replied by the company suitably.

SPEAKER REGISTRATION

1. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselvesby sending a request at secretarial@taalent.co.in from their registered e-mail address mentioning their names, DP ID andClient ID/folio number, PAN and mobile number on or before **August 26, 2026 (5:00 P.M. IST).** Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending onthe availability of time for the AGM.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
6. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 4

M/s. TLB & Co. (Firm Registration No. 016505S), Chartered Accountants were appointed by the Board of Directors at its meeting held on February 10, 2026 to fill the casual vacancy caused due to the merger of M/s. V. P. Thacker & Co., Chartered Accountants, the erstwhile Statutory Auditors with M/s. Lodha & Bhatt, Chartered Accountants and to hold office till the conclusion of the ensuing 12th Annual General Meeting of the Company.

Pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, the present Statutory Auditors are eligible for re-appointment for a further term of 4 (Four) consecutive years. Accordingly, based on the recommendation of the Audit Committee, the Board of Directors of the Company at their Meeting held on August 6, 2026, have recommended, the re-appointment of M/s. TLB & Co. (Firm Registration No. 016505S), Chartered Accountants, as the Statutory Auditors of the Company subject to the approval of the shareholders.

The Company has also received a certificate from M/s. TLB & Co. (Firm Registration No. 016505S), Chartered Accountants to the effect that their re-appointment, if made, would be within the limits prescribed under Section 139 of the Act and that they are eligible to be re-appointed as the Statutory Auditors of the Company.

M/s. TLB & Co. will hold office for a period of four (4) consecutive years from the conclusion of the 12th Annual General Meeting of the Company till the conclusion of the 16th Annual General Meeting to be held in the year 2030, subject to the approval by the Shareholders at the ensuing Annual General Meeting.

The Board of Directors propose to pay a fee of Rs. 9,00,000/- (Rupees Nine Lakhs only), exclusive of taxes and other out of pocket expenses incurred in connection with the audit, to the Statutory Auditors for the financial year 2026-2027. The fees for the subsequent years will be decided by the Board of Directors from time to time based on the recommendations of the Audit Committee in consultation with the statutory auditors after considering various parameters / market standards. The terms of appointment of the Statutory Auditors will be as specified by the Audit Committee and the Board of Directors of the Company in line with the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Audit Committee and Board of Directors of the Company have considered the following credentials of M/s. TLB & Co, Chartered Accountants, while considering their appointment.

M/s. TLB & Co. is a Chartered Accountant firm registered with The Institute of Chartered Accountants of India ("ICAI") with Firm Registration No. 016505S and is a peer reviewed audit firm. The firm provides a range of services to domestic and multinational clients which include audit, tax, advisory, and transactions. The firm has significant presence in providing auditing, taxation, & advisory services, Corporate Finance Advisory, Risk Advisory to manufacturing/trading, service, banking and NBFC, etc. including business services globally.

M/s. TLB & Co. has confirmed that they hold a valid certificate issued by the Peer Review Board of Institute of Chartered Accountants of India.

There is no material change in the remuneration proposed to be paid to M/s. TLB & Co., for the statutory audit vis-a-vis the remuneration paid to them earlier.

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

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out in Item No. 4 of the Notice.

Item No. 5

In terms of the provisions of Section 186 of the Companies Act, 2013 and rules made thereunder, no Company shall directly or indirectly, without prior approval by means of special resolution passed at a general meeting, give any loan to any person or other body corporate or give guarantee or provide security in connection with a loan to any other body corporate or person and acquire by way of subscription, purchase or otherwise the securities of any other body corporate, exceeding 60 percent of its paid up capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

In order to achieve optimum utilisation of funds available with the Company & considering the scope for Company's investment avenues of surplus funds and to achieve long term strategic business objectives, the Board of Directors at their meeting held on February 10, 2026, decided to seek approval of shareholders to make investment or give loan, guarantee or provide security upto a maximum limit of Rs. 350 crores (Rupees Three Hundred and Fifty Crores) outstanding at any given point of time from existing limit of Rs. 250 crores (Rupees Two Hundred and Fifty Crores).

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

Accordingly, the Board recommends the resolution as set out in Item No. 5 for approval of the Shareholders of the Company to be passed as a Special Resolution.

ITEM NO. 6

The Board of Directors of the Company, at its meeting held on August 6, 2026, Pursuant to Section 149, 152 read with Schedule IV of the Companies Act, 2013 ('the Act') and other applicable provisions, if any, of the Act and the Rules made thereunder, (including any statutory modification(s) or re-enactments thereof for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and on the recommendation of the Nomination and Remuneration Committee, approved the re-appointment of Ms. Deepa Mathur (DIN: 00449912) as an Independent Director of the Company, not liable to retire by rotation, to hold office for the period of five (5) years with effect from September 2, 2026 till September 2, 2031 subject to the approval of Shareholders/Members.

Ms. Deepa Mathur is a professional having experience of more than 20 years in the corporate world with skill sets in varied aspects of finance, banking, compliance, taxation, strategic planning, audits, legal and secretarial activities. Currently She is associated with Bilcare group as CFO & director while She has also worked as Director at ISMT Limited. She is a Chairperson of an Audit Committee and Stakeholder Relationship Committee and also member of Nomination and Remuneration Committee & Share Transfer Committee.

Considering the enormous diversified experience of Ms. Deepa Mathur and her contribution towards the Company, the Board recommends her re-appointment as an Independent Director for second term of 5 years.

Ms. Deepa Mathur in the capacity of Independent Director, will be entitled for sitting fees, subject to the overall limits prescribed under the provision of the Companies Act and SEBI Listing Regulations.

Accordingly, Shareholders approval is sought for re-appointment of Ms. Deepa Mathur as Independent Director for the period of 5 years w.e.f September 2, 2026.

She is not disqualified from being re-appointed as Independent Director in terms of Section 164 of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given his consent for the said appointment.

Save and except Ms. Mathur and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6.

The Board of Directors accordingly recommends the appointment and remuneration of Ms.Deepa Mathur as Independent Director as set out at Item No. 6 of the Notice for the approval of the Shareholders/Members as a Special Resolution.

ITEM NO. 7

The Board of Directors of the Company, at its meeting held on August 6, 2026, Pursuant to Section 149, 152 & 161 read with Schedule IV of the Companies Act, 2013 ('the Act') and other applicable provisions if any, of the Act and the Rules made thereunder, (including any statutory modification(s) or re-enactments thereof for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & on the recommendation of the Nomination and Remuneration Committee had appointed Mr. Muralidhar Chitteti Reddy (DIN: 01621083) as an Additional Director of the Company in the category of Independent Director to hold office upto the conclusion of 12th AGM and further recommended his appointment for period of 5 consecutive years w.e.f September 2, 2026, not liable to retire by rotation, subject to consent of the Members of the Company at the ensuing 12th AGM.

As an Additional Director, Mr. Reddy holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received necessary declaration(s) from Mr. Reddy confirming that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 (“Act”) and the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

He is not disqualified from being appointed as a Director under provisions of Section 164 of the Companies Act, 2013, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given his consent to act as a Director of the Company.

Mr. Reddy holds a degree in Mechanical Engineering from Osmania University and graduated from IIM Ahmedabad. He has over 46 years of experience in Seamless Tubes, Steel, Cement and Defence, Electronics Industry, having held top management positions including profit centre responsibilities at Chief Executive Officer level.

In the opinion of the Board, Mr. Reddy fulfils the conditions for his appointment as an Independent Director as specified in the Act and Listing Regulations and is independent of the management.

Your Board believes that Mr. Reddy’s induction on the Board will support in broadening the overall expertise of the Board and will bring wide experience particularly in the areas of corporate governance, business development, strategic partnership and marketing.

The terms and conditions of appointment of Independent Director will be open for inspection at the Registered office of the Company by any member during normal working hours and will also be available on the website of the company at www.taaltech.com, subject to approval of the member for appointment at annual general meeting.

Save and except Mr. Muralidhar Chitteti Reddy and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7.

The Board of Directors accordingly recommends the appointment and remuneration of Mr. Muralidhar Chitteti Reddy as Non-Executive Director as set out at Item No. 7 of the Notice for the approval of the Shareholders/Members as a Special Resolution.

TAAL Tech Limited

(Formerly known as TAAL Enterprises Limited)
Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area, 7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

ITEM NO. 8 & 9.

The following statement sets out all the material facts relating to the Resolutions no. 8 & 9 to be passed as mentioned in the accompanying Notice.

The Board of Directors at its meeting held on August 6, 2026, subject to the approval of Members of the Company and statutory authority(ies), if any, had approved the sub-division of Equity Shares of the Company such that 1 (one) Equity Share having face value of Rs. 10/ – (Rupees Ten only) each, fully paid-up, be sub-divided into 5 (five) Equity shares having face value of Rs. 2/ – (Rupee Two only) each, fully paid-up, ranking pari-passu in all respects with effect from such date as may be fixed for this purpose by the Board ("Record Date").

In the opinion of the Board of Directors, the proposed sub-division of Equity shares will enhance the liquidity of the Equity Shares of the Company and will make them more affordable and accessible to a wider investor base. This is expected to improve trading liquidity, enhance market participation, and potentially attract new investors, while leaving the company's overall market capitalization unchanged and therefore, it is in the best interest of the investors and the Company.

The Board of Directors, therefore, recommends an Ordinary Resolution as set out in Item No. 8 of the accompanying Notice for the approval of the Members of the Company in accordance with the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 (the "Act") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended from time to time.

The sub-division of Equity Shares proposed under Item No. 8 of this Notice shall also require consequential amendments to the existing Clause V (Capital Clause) of the Memorandum of Association of the Company as set out in Item nos. 9 of this Notice to reflect change in the face value of Equity Shares of the Company.

The Pre and post Equity Share Capital of the Company will be as under:

Particulars	Pre Sub Division			Post Sub Division		
	No. of Equity shares	**Face Value (Rs.)**	**Amount (Rs.)**	**No. of Equity shares**	**Face Value (Rs.)**	**Amount (Rs.)**
Authorised Share Capital	60,00,000	10	6,00,00,000	3,00,00,000	2	6,00,00,000
Issued Share Capital	31,16,342	10	3,11,63,420	1,55,81,710	2	3,11,63,420
Subscribed and Paid-up Share Capital	31,16,342	10	3,11,63,420	1,55,81,710	2	3,11,63,420

In accordance with Regulation 39(2A) of the SEBI Listing Regulations, the securities issued pursuant to sub-division must be in dematerialised mode.

The proposed sub-division of fully paid-up Equity Shares will not result in any change in the Authorized, Issued, Subscribed and Paid-up Equity Share Capital of the Company. There will not be any change in the amount of authorised, subscribed, issued and paid-up share capital of the Company on account of sub-division of Equity Shares. Further, such sub-division shall not be construed as reduction in share capital of the Company, in accordance with the applicable provisions of the Act. The altered Capital Clause 5th of the Memorandum of Association of the Company, subject to approval of the Members in ensuing 12th Annual General Meeting and any regulatory/ statutory approvals, as may be required under applicable laws, shall read as follows:

"The Authorized Share Capital of the Company is Rs. 6,00,00,000/- (Rupees Six Crores Only) divided into 3,00,00,000 (Three Crore) Equity Shares of Rs.2/- (Rupee Two Only) each with power to increase or reduce the capital and with liberty to divide the capital into several classes and to attach thereto respectively such preferential rights, privileges, or conditions in such manner as may be permitted under the Companies Act, 2013 and as the Company deems fit and necessary."

Pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Act and the rules framed thereunder, the amendment of the Memorandum of Association of the Company requires approval of the Members of the Company by way of passing a Special resolution to that effect. Accordingly, approval of the Members of the Company is hereby sought by way of Special Resolution as set out in Item No. 9 of the accompanying Notice.

Your directors are of the opinion that the resolutions proposed at Item Nos. 8 & 9 of the Notice will be in the Company's interest, enhance the liquidity of Company's equity shares and encourage participation of retail investors by making equity shares of the Company more affordable and therefore recommend the resolutions at Item Nos. 8 & 9 of the accompanying Notice for approval by the Members of the Company as Ordinary Resolutions.

A draft copy of the altered Memorandum of Association of the Company is available on the website of the Company at www.taaltech.com Alternately, Members may also send their requests for inspection of aforesaid documents to secretarial@taalent.co.in from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID during the e-voting period of the Annual General Meeting.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested either financially or otherwise in the proposed Resolutions at Item Nos. 8 & 9 of the accompanying Notice except to the extent of their respective shareholding in the Company and for holding the office of Director & Key Managerial Personnel respectively therein.

TAAL Tech Limited

(Formerly known as TAAL Enterprises Limited)
Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area, 7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

DETAILED PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IS AS UNDER:

DIN & Name of Director	**Mr. Narayan Vitthal Karbhase (DIN: 00228836)**	**Ms. Deepa Mathur (DIN: 00449912)**	**Mr. Murlidhr Chitteti Reddy (DIN: 01621083)**
Age	75 years	61 years	69 years
Qualification	Company Secretary and M. Com.	Financial Professional	BE (Mechanical, 1978, Osmania University. MBA, 1980, IIM Ahmedabad
Date of Re-appointment/ Appointment	Date of appointment: May 28, 2025	Date of appointment as director: May 30, 2023 Date of Re-appointment as Independent Director by Board: August 6, 2026	Date of appointment as Additional director: August 6, 2026
Category	Non – Executive Director – Non-Independent	Non-Executive - Independent Director	Non-Executive – Independent Director

Experience and Expertise in specific functional Area	Mr. Narayan V Karbhase is a Member of the Institute of Company Secretaries of India and M. Com graduate. He has worked in various industries like sugar, heavy, engineering, auto components, steel, tube industry and NBFC & have more than 45 years of diversified experience in the areas of finance, taxation, SEBI, FEMA and corporate laws, corporate finance and corporate restructuring.	Ms. Deepa Mathur is a professional having expertise in Finance, and has experience of more than 20 years in the corporate world with skill sets in varied aspects of finance, banking, compliance, taxation, strategic planning, mergers & acquisitions, overseas funding, investors, structuring of transactions, divestments, equity placements & IPO, liquidation and closure of foreign subsidiaries, IndAS implementation, consolidation of global accounts, budgets & cash flows, valuations, statutory and other audits, legal, secretarial, HR.	Mr. Reddy holds a degree in Mechanical Engineering from Osmania University and graduated from IIM Ahmedabad. He has over 46 years of experience in Seamless Tubes, Steel, Cement and Defence, Electronics Industry, having held top management positions including profit centre responsibilities at Chief Executive Officer level.
Disclosure of inter-se relationships between directors and KMP:	None	None	None
Equity Shareholding of Directors as on March 31, 2026	Nil	25	Nil

Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area, 7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

Directorship held in other Companies	1. Asscher Enterprises Limited. 2. Vishkul Enterprises Private Limited. 3. Verolt Technologies Private Limited. 4. Sarod Reality Private Limited. 5. Fair Millennium Investment and Trading Private Limited	1. Bilcare Pharma Solutions Limited 2. Taneja Aerospace and Aviation Limited	1. Taneja Aerospace and Aviation Limited 2. Awad Sciences Private Limited. 3. GPR Life Sciences Private Limited.
Listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
Key terms and conditions of appointment	Liable to retire by rotation & other terms and conditions as mentioned in Item no. 3 of Notice and explanatory statement.	Not liable to retire by rotation & other terms and conditions as mentioned in Item no. 6 of Notice and explanatory statement.	Not Liable to retire by rotation & other terms and conditions as mentioned in Item no. 7 of Notice and explanatory statement.
No. of Board Meetings attended in (FY 2025-26)	4	4	Not Applicable
Listed entities (other than The TAAL Tech Limited) in Directors holds directorship and committee Membership	Nil	Taneja Aerospace and Aviation Ltd **Chairperson** of Audit Committee, Nomination & Remuneration Committee and Finance Committee **Member** of Stakeholders Relationship Committee and Share Transfer Committee.	Taneja Aerospace and Aviation Ltd **Chairperson** of CSR Committee. **Member** of Nomination & Remuneration Committee and Share Transfer Committee.

TAAL Tech Limited

(Formerly known as TAAL Enterprises Limited)
Reg. Office: AKR Tech Park, 3rd Floor, C Block, Sy # 112 Krishna Reddy Industrial Area,
7th Mile Hosur Road, Singasandra, Bangalore South, Bangalore-560068, Karnataka, India
Phone: 080-67300200, Website: www.taaltech.com; E-mail: secretarial@taalent.co.in
CIN: L74110KA2014PLC176836

DETAILED PROFILE OF THE AUDITOR'S SEEKING APPOINTMENT/RE-APPOINTMENT IS AS UNDER:

Sr. No.	Particulars	Statutory Auditor's Details
1.	Name of Auditor	M/s. TLB & Co., Chartered Accountants, Mumbai.
2.	Reason for Change viz. appointment, re - appointment, resignation, removal, death or otherwise;	Re-appointment of M/s TLB & Co., Chartered Accountants as Statutory Auditors of the Company for the remaining term of 4 consecutive years.
3.	Date and term of Appointment	For a term of 4 consecutive years from the conclusion of ensuing 12th AGM, from F.Y 2026-27 to F.Y 2029-30.
4.	Brief Profile	M/s. TLB & Co. is a Chartered Accountant firm registered with The Institute of Chartered Accountants of India ("ICAI") with Firm Registration No. 016505S and is a peer reviewed audit firm. The firm provides a range of services to domestic and multinational clients which include audit, tax, advisory, and transactions. The firm has significant presence in providing auditing, taxation, & advisory services, Corporate Finance Advisory, Risk Advisory to manufacturing/trading, service, banking and NBFC, etc. including business services globally.
5.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable.

*****