Registered Office / Urse Plant
Finolex Industries Limited
Gat No. 399, Village Urse, Tal.-Maval,
Dist. Pune 410 506, Maharashtra, India
CIN L40108PN1981PLC024153

Tel +91 2114 237251 / 237253
Toll Free 1800 200 3466
Fax +91 2114 237252
Email investors@finolexind.com
Web finolexpipes.com

FINOLEX PIPES & FITTINGS

August 28, 2026

To,
National Stock Exchange of India Limited
Manager – Listing Department
5, Exchange Plaza,
Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051

Symbol: FINPIPE

To,
BSE Limited
Manager – Listing Department
Floor 25,
P. J. Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 500940

Sub.: Notice of 45th (Forty-Fifth) Annual General Meeting of the Company

Dear Sir / Madam,

We wish to inform you that the 45th (Forty-Fifth) Annual General Meeting (‘AGM’) is scheduled on **Tuesday, September 22, 2026, at 4:00 p.m**. (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), in compliance with the applicable circular(s)/notifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

We are submitting herewith Notice of 45th AGM of the Company, which is being sent electronically to the Members whose email addresses are registered with the Company/Registrar and Transfer Agent (‘RTA’)/their respective Depository Participants (“DP”).

Please note that the aforesaid Notice of 45th (Forty-Fifth) AGM of the Company is also available on the website of the Company at https://www.finolexpipes.com/

You are requested to take the above on your records.

Thanking you,

Yours sincerely,

For **Finolex Industries Limited**

DAKSHINAMURTHY VISHWANATHAN IYER
Digitally signed by DAKSHINAMURTHY VISHWANATHAN IYER
Date: 2026.08.28 19:44:27 +05'30'

Dakshinamurthy Iyer
Company Secretary & Head Legal
M. No.: A13004

Encl: As above

NOTICE

NOTICE is hereby given that the Forty-Fifth (45th) Annual General Meeting (AGM) of the members of Finolex Industries Limited (the "Company") will be held on Tuesday, September 22, 2026, at 4:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business

1. To receive, consider and adopt:

a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and the Auditors thereon.

b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the Report of the Auditors thereon.

2. Declaration of Dividend

To declare dividend on equity shares of the Company for the financial year ended March 31, 2026.

3. Re-appointment of Mr. Rambabu Sanka (DIN: 11218997) as a Director liable to retire by rotation

To appoint a director in place of Mr. Rambabu Sanka (DIN: 11218997) who retires by rotation, and being eligible, offers himself for re-appointment.

Special Business

4. Ratification of the remuneration paid to M/s. S.R. Bhargave & Co., the Cost Auditors for the financial year ending March 31, 2027

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with the Companies (Audit and Auditors) Rules, 2014, including any statutory amendment(s), modification(s), or re-enactment thereof for the time being in force, and subject to such guidelines and approvals as may be required from the Central Government, the remuneration of ₹5,00,000 (Rupees Five Lakhs only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, payable to M/s. S.R. Bhargave & Co., Cost Accountants, Pune (Firm Registration No. 000218), appointed by the Board of Directors (the "Board") of the Company as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, be and is hereby ratified, approved and confirmed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, matters, deeds and things and give such directions as may be considered, proper, necessary, relevant, usual, customary and/or expedient to give effect to this Resolution".

5. Revision in remuneration payable to Non-Executive Directors

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

"**RESOLVED THAT** in supersession of the resolution passed by the Members at the 40th Annual General Meeting held on September 22, 2021 and pursuant to the provisions of Sections 149, 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Rules made thereunder, Regulation 17(6)(a) and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof) and any other law for the time being in force, and in accordance with provisions of the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and pursuant to the recommendation of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded for payment of remuneration, by way of Commission, to the Non-Executive Directors (including Independent and Non-Independent Directors) of the Company, not exceeding one percent 1% (one percent) of the net profits of the Company per annum, calculated in accordance with Section 198 of the Act, with an overall annual cap of ₹ 6,00,00,000 (Rupees Six Crores only), each financial year, with effect from April 1, 2026.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the Non-Executive Directors may be paid remuneration by way of commission as determined by the Board of Directors, within the limits and subject to the conditions prescribed under the Act, including Schedule V thereto, and other applicable laws for the time being in force.

RESOLVED FURTHER THAT the commission payable as aforesaid shall be in addition to the sitting fees payable to the Non-Executive Directors for attending meetings of the Board and/or Committees thereof and reimbursement of expenses incurred for participation in the meetings of the Board, Committees and other official business of the Company as may be determined by the Board, from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents as may be necessary or expedient for the purpose of giving effect to this resolution."

By Order of the Board of Directors
For **Finolex Industries Limited**

Sd/-
Dakshinamurthy Iyer
Company Secretary & Head Legal
M No.: A13004

Place: Pune
Date: August 6, 2026

Notes:

1. The Notice of Annual General Meeting was approved by the Board of Directors at its meeting held on Thursday, August 6, 2026.

2. The Ministry of Corporate Affairs ('MCA'), inter-alia, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 read with subsequent latest circular 03/2025 dated September 22, 2025 in this regard (collectively referred to as 'MCA Circulars') has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue.)

   Further, the Securities and Exchange Board of India ('SEBI'), vide its Master Circular dated January 30, 2026 bearing reference no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 ('SEBI Master Circular') and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).

   In compliance with the applicable provisions of the Act, MCA Circulars and SEBI Listing Regulations, the Forty-Fifth (45^{th}) Annual General Meeting (AGM) of the Company is being held through VC/OAVM on Tuesday, September 22, 2026 at 4:00 p.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at Gat No.399, Village Urse, Taluka Maval, District Pune – 410 506 (Maharashtra).

3. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the business with respect to Item Nos. 4&5, forms part of this Notice. Additional information, pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Director seeking re-appointment at the 45^{th} Annual General Meeting ('Meeting' or 'AGM') is annexed to this Notice.

4. Pursuant to the provisions of the Companies Act, 2013, 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 or OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this notice.

5. **Unclaimed Dividend:** Members are requested to note that dividends if not encashed for a period of 7 years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF") in terms of the provisions of Section 124 and other applicable provisions of the Companies Act, 2013. The shares in respect of such unclaimed dividends for 7 consecutive years 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 unpaid/unclaimed dividends from FY 2018-19 till date, on or before Thursday, October 22, 2026.

Members whose unclaimed dividends or shares have been transferred to the Investor Education and Protection Fund (IEPF) may write to the Company or its Registrar and Transfer Agent (RTA) to obtain guidance on the procedure for claiming such dividends or shares from the IEPF Authority. Upon the shareholder/claimant complying with the advised procedure and submitting the requisite documents, the Company shall issue an Entitlement Letter. Members can then submit the Entitlement Letter along with Form IEPF-5 and other required documents, as specified on www.iepf.gov.in, to claim their shares from the IEPF Authority.

For further details, please refer to the Corporate Governance Report which forms part of this Annual Report and the investor page on the Company's website https://www.finolexpipes.com/investors/compliance-report/

Members who have not claimed dividends from the Financial Year 2018-19 onwards are requested to approach the Company/Registrar and Share Transfer Agent, KFin Technologies Limited ('KFin'), for claiming the same as early as possible, to avoid transfer of the relevant shares to the IEPF's demat account.

The IEPF Authority launched a 100 day's campaign, Saksham Niveshak in July 2025 to enhance investor awareness and expedite resolution of pending matters relating to unclaimed dividends, shares transferred to IEPF and updating of KYC & nomination details. In support of this initiative, the Company published newspaper advertisements urging Shareholders to update their KYC and claim their unclaimed dividend(s). The Company's RTA also conducted a special drive to process unclaimed dividends, enabling payment of multiple outstanding dividend(s) to Shareholders who updated their bank details.

6. Members desirous of obtaining any information concerning the accounts and operations of the Company for the financial year ended on March 31, 2026 are requested to address their questions to the Company Secretary at investors@finolexind.com and reach us on or before Wednesday, September 16, 2026. This will ensure that the requested information may be made available.

7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the relevant documents referred to in this Notice and the Annual Report for "Inspection of members" will be available, for inspection electronically, to the members during the AGM.

   Electronic copies of necessary statutory registers, certificate(s) agreement(s) and other documents, if any, shall be made available for inspection in accordance with the applicable statutory requirements based on the requests received by the Company at investors@finolexind.com. from the members during the AGM through KFin platform.

8. The recorded transcript of the AGM shall also be made available as soon as possible on the website of the Company at www.finolexpipes.com.

9. Information relating to obtaining Annual Report through e-mail

In line with the MCA Circulars, SEBI Master Circular and the Listing Regulations, Notice of the AGM along with the Annual Report for Financial Year 2025-26 are being sent only through electronic mode to those members whose email addresses are registered with the Company/RTA/ Depositories. Members may note that the Notice and Annual Report for Financial Year 2025-26 for calling the AGM will be uploaded on the website of the Company at https://www.finolexpipes.com/investors/financials/ The Notice of the AGM can also be accessed from the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at https://www.bseindia.com/ and https://www.nseindia.com/ respectively and the same is also available on the website of e-voting agency, KFin Technologies Limited at https://evoting.kfintech.com/. Hard copy of the Annual Report will be sent to shareholders upon request.

As per Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended, a letter containing the web-link, including the exact path, where complete details of the Annual Report are available, is being sent to all the shareholders who have not registered their Email IDs with the Company or Depository Participants or KFin Technologies Limited, Registrar & Transfer Agent (RTA) of the Company.

The Company will also publish an advertisement in the newspaper containing details about the e-AGM i.e. the conduct of AGM through VC/OAVM, date and time of AGM, availability of notice of AGM at the Company's website and manner of registering the e-mail IDs of those Members who have not registered their email addresses with the Company/RTA.

We urge all shareholders to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail.

Shareholders holding shares in dematerialised form who have not yet registered their e-mail addresses are requested to do so with their respective Depository Participants. Shareholders holding shares in physical form are requested to update their e-mail addresses by following the procedure detailed in the 'Instructions for Remote E-voting' section, for receiving all communication, including Annual Reports, Notices, Circulars, etc. from the Company electronically.

10. Information relating to attendance at the e-AGM (Meeting)

Pursuant to the circular(s) of MCA on the VC/OAVM (e-AGM), please note the following relating to attendance at the e-AGM:

a. Members can attend the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required.

b. Since the e-AGM is being held pursuant to MCA circulars through VC/OAVM facility, appointment of proxy to attend and cast vote on behalf of the member is not available and hence the Proxy Form and Attendance Slip are not annexed to this notice.

c. Body Corporates are entitled to appoint authorised representatives to attend the e-AGM through VC/ OAVM and participate and cast their votes through e-voting.

d. Corporate and/or Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s) who are authorized to attend and vote, to the Scrutinizer at e-mail ID: cs@svdandassociates.com with a copy marked to evoting@kfintech.com and investors@finolexind.com. They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_EVENT No. ______". The documents should reach the Scrutinizer on or before Sunday, September 20, 2026 (5:00 p.m. IST).

e. Members can join the e-AGM, 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

f. Up to 1000 members will be able to join e-AGM on FIFO basis.

g. No restrictions on account of FIFO entry into e-AGM will apply in respect of large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc.

h. The attendance of the Members (member logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

i. The facility of attending e-AGM through VC/ OAVM shall be closed within 15 minutes after the meeting is concluded.

11. Instructions for the Members for attending the e-AGM through VC/OAVM:

a. Member will be able to attend the e-AGM through VC / OAVM platform provided by KFin Technologies Limited by using their e-voting login credentials or using registered mobile number and OTP or using registered email ID and OTP after selecting the meeting from drop-down option and selecting the EVEN for the Company's AGM and by following the process as detailed hereunder:

   i. Member will be provided with a facility to attend the AGM through VC/OAVM platform provided by KFin. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFin.

   After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. 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;

ii. On the home page, the options to login via DP ID Client ID/Folio No. through Password/Mobile OTP will be available;

iii. You may Enter DP ID, Client ID/Folio No. and password or opt for login using mobile OTP;

iv. If you opt to log-in through Mobile OTP, you will be required to "Select the Meeting" from the drop-down– '**FINOLEX INDUSTRIES LIMITED**';

v. Post selection, you will be required to enter the registered mobile number and click on "Send OTP";

vi. On successful validation of the OTP, you will be placed in the meeting home page based on the Folio Selected;

vii. After logging in click on 'Video Conference' option;

viii. then click on camera icon appearing against AGM event of Finolex Industries Limited, to attend the Meeting.

b. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

c. Members are requested to enable their camera, if applicable, and ensure a stable high-speed internet connection to avoid disruptions during the meeting.

d. 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.

e. Members who do not have USER ID and Password for E-voting or have forgotten the User ID and Password may retrieve the same by following the procedure provided in the E-voting instructions.

12. Speaker Registration for e-AGM

a. Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker by visiting at https://emeetings.kfintech.com and by clicking on the tab 'Speaker Registration' during the period starting from Wednesday, September 16, 2026 (9.00 a.m. IST) to Friday, September 18, 2026 (5.00 p.m. IST).

b. Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM.

c. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM. Please note that only questions of the members holding shares as of cut-off date i.e. Friday, September 11, 2026 will be considered.

d. The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Members are requested to login through the user id and password provided in the mail received from KFin. On successful login, select 'Post Your Question' option which will opened from Wednesday, September 16, 2026 (9.00 a.m. IST) to Friday, September 18, 2026 (5.00 p.m. IST).

13. E-Voting (Voting through electronic means):

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby facilitating not only seamless authentication but also ease and convenience of participating in e-voting process.

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to offer e-voting facility which will enable all the Members to cast their votes electronically on the resolutions mentioned in the Notice of the Forty Fifth (45^{th}) Annual General Meeting of the Company. Necessary arrangements have been made by the Company with KFin Technologies Limited to facilitate e-voting. Members who have cast their votes by e-voting prior to the AGM may attend the AGM, however, they shall not be entitled to cast their votes again. The Company has appointed Mr. Sridhar Mudaliar (FCS 6156), Partner or failing him Ms. Sheetal Joshi (FCS 11635), Partner of

M/s. SVD & Associates, Company Secretaries, Pune, as the Scrutinizer for analysing and conducting e-voting process in a fair and transparent manner.

E-voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as on Friday, September 11, 2026 (i.e. "cut-off" date). In case a person has become a member of the Company after dispatch of AGM notice, but on or before the cut-off date for e-voting i.e. Friday, September 11, 2026, such person may obtain the User ID and password from KFin by email request on einward.ris@kfintech.com. However, if the member is already registered with KFin for remote e-voting then member may use his/her existing User ID and Password for casting their vote.

The voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

The remote e-voting period commences on Saturday, September 19, 2026 (9.00 a.m. IST) and will conclude on Monday, September 21, 2026 (5.00 p.m. IST) both days inclusive. The voting module shall be disabled by KFin for e-voting thereafter. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

14. GENERAL INSTRUCTIONS/ADVISORY

i. Regulation 40 of the SEBI Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its circular no. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, has clarified that listed companies, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of duplicate shares, exchange of shares, endorsement, sub-division/ consolidation of share certificates, etc. In view of this, Members holding shares in physical form are requested to submit duly filled Form ISR-4 for the above mentioned service requests along with Form ISR – 1, ISR – 2, ISR – 3, SH – 13, as may be applicable, the format of which is available on the website of KFin at https://ris.kfintech.com/clientservices/isc/. Further, to eliminate all risks associated with physical shares and for ease of portfolio management and improved liquidity, Members holding equity shares in physical form are requested to consider converting their holdings to demat mode.

ATTENTION - PHYSICAL SHAREHOLDERS

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025 and SEBI Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, SEBI has provided special windows for transfer and/or re-lodgement of transfer requests pertaining to physical securities purchased/transferred prior to April 01, 2019.

Accordingly:

- A special window was made available from July 07, 2025 to January 06, 2026 for re-lodgement of transfer requests that were originally lodged before April 01, 2019 but were rejected, returned, or remained unattended due to deficiencies in documents or process.
- Further, SEBI has opened another special window from February 05, 2026 to February 04, 2027 for transfer and dematerialisation of physical securities sold/purchased prior to April 01, 2019, including cases where transfer requests were earlier rejected, returned, or not processed.
- Securities processed under the aforesaid special windows shall be credited only in dematerialised (demat) form to the transferee.

Eligible shareholders are requested to contact the Company's Registrar and Share Transfer Agent (RTA) and submit the requisite documents within the prescribed timelines for processing of their requests. For any assistance, shareholders may contact the RTA at the details available on the Company's website.

ii. SEBI has issued a circular dated March 19, 2025, titled "Harnessing DigiLocker as a Digital Public Infrastructure for Reducing Unclaimed Assets in the Indian Securities Market" to address the issue of unclaimed financial assets. This initiative enables investors to store and access information of their demat and mutual fund holdings through DigiLocker, a key Digital Public Infrastructure, benefiting investors and their families.

Shareholders can also appoint Data Access Nominees within the DigiLocker application. In case of an unfortunate event of demise of shareholder, the nominees will be provided read only access to the DigiLocker account, ensuring that essential financial information is accessible to legal heirs.

iii. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record fresh nomination, he/she may submit the same in Form ISR-1, ISR-4 and ISR-3 or Form SH-14. The said form can be downloaded from the Company's website at https://www.finolexpipes.com/investors/investors-relations-centre/. Members are requested to submit the said form to their DP's in case the shares are held by them in electronic form and to the Company's RTA at einward.ris@kfintech.com in case the shares are held in physical form, quoting folio number.

iv. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates and self-attested copies of the PAN card of the holders for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making the requisite changes. The consolidation will be processed in demat form.

v. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

vi. Members are requested to make all correspondence in connection with equity shares by sending an email to KFin at einward.ris@kfintech.com or at investors@finolexind.com quoting Folio number or DP ID and Client ID, as the case may be.

vii. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website https://www.finolexpipes.com/investors/investors-relations-centre/.

viii. Dividend related information:

The Board of Directors have recommended a final dividend of ₹2 (100%) per equity share of ₹2/- each and a special dividend of ₹0.75 (37.50%) per equity share of ₹2/- each, aggregating to ₹2.75 (137.50%) per equity share of ₹2/- each for the year ended March 31, 2026.

Subject to the provisions of Section 126 of the Act, dividend on equity shares, if declared at the AGM, will be credited on or before Wednesday, October 21, 2026 as under:

a) to all those shareholders holding shares in physical form, as per the details provided by share transfer agent of the Company i.e. KFin Technologies Limited ('KFin') to the Company, as of or before the closing hours on Friday, September 11, 2026; and

b) to all those beneficial owners holding shares in electronic form, as per the beneficial ownership data made available to the Company by National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) as of the close of business hours on Friday, September 11, 2026.

Pursuant to the provisions of Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') the Company has fixed Friday, September 11, 2026 as the 'Record Date' for the purpose of determining the members eligible to receive dividend for the Financial Year 2025-26.

Members may note that as per Income Tax Act, 1961, (the 'IT Act') as amended by the Finance Act, 2020, dividends paid or distributed by a Company after April 1, 2020 shall be taxable in the hands of Members. The Company is also required to deduct Tax at Source ('TDS') in respect of approved payment of dividend to its Members (resident as well as non-resident).

To enable compliance with TDS requirements, members holding shares in electronic mode are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants and in case shares are held in physical form, by sending documents to the Company on or before Friday, September 11, 2026 (upto 5:00 p.m IST).

For the detailed process and formats of declaration, please refer FAQs on Tax Deduction at Source on Dividends available on the Company's website at https://www.finolexpipes.com/investors/investors-relations-centre/

Members are requested to refer the Company's email sent in this regard, and submit the documents on or before Friday, September 11, 2026, for tax determination/ deduction of TDS at applicable rates. The details / information for submission of documents is available on the website of the Company https://www.finolexpipes.com/investors/investors-relations-centre/

SEBI, vide its circular dated March 16, 2023 read with circular dated November 17, 2023 and June 10, 2024, mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN (Aadhar seeded) or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for payment of dividend in respect of such folios, only through electronic mode with effect from April 1, 2024, upon furnishing all the aforesaid details in entirety. Further, the Company will not dispatch the physical instrument such as banker's cheque or demand draft for the payment of dividend to the members holding shares in physical form as on record date.

In accordance with Regulation 12 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Master Circular No. HO/38/13/(4)2026 – MIRSD - POD/I/4298/2026 dated February 6, 2026, the dividend to security holders shall be paid only through electronic mode including to those who are holding securities in physical form.

Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), bank account details and specimen signature ("KYC") and choice of Nomination. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf

To ensure timely credit of dividend through electronic mode or physical instrument such as banker's cheque or demand draft, members are requested to notify change of address or keep their latest bank account details updated with their respective Depository Participant ('DPs') and Company's Registrar and Share Transfer Agent viz., KFin Technologies Limited ('KFin') in case they hold shares in physical mode. Members are requested to send the following documents to our RTA – KFin Technologies Limited, so as to reach the RTA before the record date i.e. Friday, September 11, 2026.

For the purpose of updation of KYC details (For Physical Shareholders) against your folio, you are requested to send the details to our RTA, KFin Technologies Limited (Unit: Finolex Industries Limited), Selenium Tower-B", Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana;

a. Through hard copies which should be self-attested and dated; **OR**

b. Through electronic mode, provided that they are sent through E-mail id of the holder registered with RTA and all documents should be electronically/digitally signed by the Shareholder and in case of joint holders, by first joint holder; **OR**

c. Through web-portal of our RTA KFin Technologies Limited - https://ris.kfintech.com

Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividends as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/ addition/deletion in such bank details. Accordingly, the Members holding shares in Demat form are requested to update their Electronic Bank Mandate with their respective DPs. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applied to the dividend paid on shares held in electronic form.

Online Application(s) for Investor Queries

Members are requested to note that as an ongoing endeavor to enhance shareholders experience and leverage new technology, KFintech has developed the following applications for shareholders:

Investor Support Centre:

Members are hereby notified that our RTA, KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated Jun 08, 2023, have created an online application which can be accessed at https://ris.kfintech.com/default.aspx# > Investor Services > Investor Support.

Members are required to register/signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting Details.

Quick link to access the signup page: https://kprism.kfintech.com/signup

Senior Citizens investor cell:

As part of our RTA's initiative to enhance investor experience for Senior Citizens, a dedicated cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints, and queries. The Senior Citizens wishing to avail this service can send the communication with the below details to the email id senior.citizen@kfintech.com.

Senior Citizens (above 60 years of age) have to provide the following details:

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

The cell closely monitors the complaints coming from Senior Citizens through this channel and assists them at every stage of processing till closure of the grievance.

A dedicated Toll-free number for Senior Citizens can also be accessed at 1-800-309-4006 for any queries or information.

KPRISM Mobile App

Mobile applications for all users to review their portfolio being managed by KFINTECH is available in Play store and App Store. User are requested to download the application and register with the PAN number. Post verification, user can use functionalities like – Check portfolio / holding, check IPO status / Demat / Remat , Track general meeting schedules, download ISR forms, view the live streaming of AGM and contact the RTA with service request, grievance, and query.

Online Personal Verification (OPV):

In today's ever-changing dynamic digital landscape, security, foolproof systems and efficiency in identity verification are paramount. We understand the need to protect the interests of the shareholders and also comply with KYC standards. Ensuring security and KYC compliance is paramount of importance in today's remote world. Digital identity verification, using biometrics and digital ID document checks, helps combat fraud, even when individuals aren't physically present. To counteract common spoofing attempts, we engage in capturing liveness detection and facial comparison technology.

Our RTA has introduced an Online Personal Verification (OPV) process, based on liveness detection and document verification.

Here’s how it works:

I. Users receive a link via email and SMS.

II. Users record a video, take a selfie, and capture an image with their PAN card.

III. Facial comparison ensures the user’s identity matches their verified ID (PAN).

IN VIEW OF EASE OF PARTICIPATION BY MEMBERS FOLLOWING ARE KEY DETAILS REGARDING THE 45th AGM:

Sr. No.	Particulars	Details and URL's for Access
1.	Link for participation through Video Conferencing (VC) at the AGM	https://emeetings.kfintech.com by using e-Voting credentials and clicking on video conference
2.	Link for posting AGM queries and speaker registration and period of registration	https://emeetings.kfintech.com by using e-Voting credentials and clicking on "post your queries" / "Speaker Registration" as the case may be
3.	Period of registration	**Commence from:** Wednesday, September 16, 2026 (9.00 a.m. IST) **Concludes on:** Friday, September 18, 2026 (5.00 p.m. IST)
4.	Link for remote e-Voting	Members may refer to the instructions provided under "Instructions for remote e-voting" section of this Notice
5.	Username and password for VC	Members may attend the AGM through VC by accessing the link https://emeetings.kfintech.com by using the remote e-Voting credentials. Please refer the instructions provided in the Notice
6.	Helpline number for VC participation and e-Voting	Contact KFin Technologies Limited at 1800 309 4001 or write to them at evoting@kfintech.com
7.	Cut-off date for e-Voting	Friday, September 11, 2026
8.	Record Date for Dividend	Friday, September 11, 2026
9.	Dividend Payment Date	On or before Wednesday, October 21, 2026
10.	Time period for remote e-Voting	**Remote e-Voting commence at:** 9:00 am on Saturday, September 19, 2026 **Remote e-Voting concludes at:** 5:00 pm on Monday, September 21, 2026
11.	Day, Date and Time of AGM	Tuesday, September 22, 2026 at 4:00 pm
12.	Proceedings of AGM	Will be made available post AGM at https://www.finolexpipes.com/investors/compliance-report/ and the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at https://www.bseindia.com/ and https://www.nseindia.com/
13.	Last date for publishing results of remote e-Voting and e-Voting during the AGM	Thursday, September 24, 2026
14.	Registrar and Transfer Agent – Contact Details	**KFin Technologies Limited** **Unit: Finolex Industries Limited** Selenium Building, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana, India - 500 032 Tel: +91 40 6716 1630 Toll Free no: 1800-309-4001 WhatsApp: +91 910 009 4099 E-mail id- einward.ris@kfintech.com Website: https://www.kfintech.com/
15.	Finolex Industries Limited – Contact details	**Corporate Office:** Finolex Industries Limited, IndiQube 'The Kode' - 11th Floor, S. No. 134, Hissa No. 1/38 Baner Pashan Link Road, Pune 411045 Tel: +91 21 1423 7251 / 53 Email: investors@finolexind.com **Registered Office:** Gat No. 399, Village Urse, Tal. Maval, Dist. Pune – 410 506, Maharashtra, India Tel: +91 2114 237251 / 237253

Explanatory Statement pursuant to Section 102 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time

The following explanatory statements sets out all material facts relating to Item Nos. 4 & 5 mentioned in the accompanying Notice.

Item No. 4

On the recommendation of the Audit Committee, the Board of Directors, at its meeting held on May 26, 2026 approved the appointment of M/s. S. R. Bhargave & Co., Cost Accountants, Pune, (Firm Registration No. 000218), as the Cost Auditors of the Company to conduct the audit of the cost accounting records of the Company for the financial year 2026-27, in respect of the relevant products as prescribed under the Companies (Cost Records and Audit) Rules, 2014.

It is proposed to pay a remuneration of ₹5,00,000 (Rupees Five Lakhs only), plus applicable taxes and reimbursement of actual out-of-pocket expenses, to the Cost Auditors for the financial year 2026–27.

M/s. S. R. Bhargave & Co. have consented to act as the Cost Auditors of the Company for the financial year 2026–27 and have furnished a certificate confirming their eligibility for such appointment.

M/s. S. R. Bhargave & Co. Cost Accountants, are in practice for more than 20 years, providing solutions in Indirect Taxes, consultancy in the area of Cost Reduction, Maintenance of Cost Records and Cost Audit, having large base of clients including corporate clients, MNCs, PSU, Public and Private Limited Companies working in various sector.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company.

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

The Board recommends the resolution set out at Item No. 4 of the Notice for approval of the members as an Ordinary Resolution.

Item No. 5

The Members of the Company at their 40th Annual General Meeting held on September 22, 2021, approved the payment of remuneration by way of commission to the Non-Executive Directors of the Company of a sum not exceeding 1% (one percent) per annum of the net profits of the Company, computed in accordance with the provisions of the Act, subject to an overall annual ceiling of ₹4,00,00,000 (Rupees Four Crore only).

In view of the increasing role and responsibilities of the Non-Executive Directors in overseeing the affairs of the Company and ensuring effective corporate governance, the Board of Directors, pursuant to the recommendation of the Nomination and Remuneration Committee, has considered and reviewed the existing remuneration structure applicable to the Non-Executive Directors. Accordingly, pursuant to the provisions of Sections 149, 197, 198 and other applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), it is proposed to revise the existing overall annual monetary ceiling for payment of commission to the Non-Executive Directors from ₹4,00,00,000 (Rupees Four Crore only) to ₹6,00,00,000 (Rupees Six Crore only), while retaining the existing limit of 1% (one percent) of the net profits of the Company, computed in accordance with Section 198 of the Act. The revised limit shall be applicable with effect from the financial year commencing from April 01, 2026. The revised limit is commensurate with the enhanced role and engagement of the Non-Executive Directors of the Company.

The commission shall be distributed amongst the Non-Executive Directors (including Independent Directors), within the aforesaid limits, in such proportion and manner as may be determined by the Board of Directors from time to time, taking into consideration their roles and responsibilities, participation in the meetings of the Board and Committees thereof, and overall contribution to the affairs and governance of the Company.

The aforesaid remuneration shall be in addition to the sitting fees payable to the Non-Executive Directors for attending meetings of the Board and Committees thereof and reimbursement of expenses incurred for participation in meetings of the Board, Committees and other official business of the Company.

Pursuant to the Companies (Amendment) Act, 2020 and the applicable provisions of Schedule V of the Act, where in any financial year the Company has no profits or its profits are inadequate, remuneration may be paid to the Non-Executive Directors, including Independent Directors, within the limits and subject to the conditions prescribed under the Act and other applicable laws.

As per regulation 17(6)(a) of the Listing Regulations, the board of directors shall recommend all fees or compensation, if any, paid to non-executive directors, including independent directors and shall require approval of shareholders. Accordingly, approval of the Members is sought for the revision in maximum limit of remuneration payable to Non-Executive Directors from existing ₹4,00,00,000 (Rupees Four Crore only) to ₹6,00,00,000 (Rupees Six Crore only) per annum, in aggregate.

Accordingly, approval of the Members is sought by way of an Ordinary Resolution as set out at Item No. 5 of the Notice.

Except for the Non-Executive Directors of the Company and their respective relatives, to the extent of the remuneration that may be received by them and their shareholding, if any, in the Company, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

By Order of the Board of Directors
For **Finolex Industries Limited**

Sd/-
Dakshinamurthy Iyer
Company Secretary & Head Legal
M No.: A13004

Place: Pune
Date: August 6, 2026

Additional information of the Directors seeking appointment/re-appointment as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings (SS-2)

Mr. Rambabu Sanka

a) Brief resume

Mr. Rambabu Sanka, 64, holds a Master of Technology in Chemical Engineering from the Indian Institute of Technology, Mumbai. He also holds a Bachelor of Technology in Chemical Engineering from Andhra University and a Post graduate Certificate in Fundamentals of Senior Management from the Open University, United Kingdom.

He is currently serving as Director-Technical of the Company from August 2, 2025. In this capacity, he oversees the plant operations and functions of the Company.

Mr. Rambabu Sanka is a Senior Executive with 40 years of comprehensive experience in the Chemical Manufacturing Sector, including 31 years dedicated to VCM/PVC production. His expertise encompasses leadership in technical services, process optimization, debottlenecking, and the management of large-scale plant expansions and operations. He has a proven track record in the commissioning of advanced chemical facilities, enhancing operational efficiency, and achieving significant increases in production. He is skilled in production planning, budgeting, variance analysis, and managing shutdowns and turnarounds, all while prioritizing safety and operational continuity.

In his prior positions, he has overseen VCM and PVC manufacturing operations (INEOS Technology), serving as Vice President with Reliance Industries Limited, and held the role of Executive Vice President, Technical Services at TCI Sanmar Chemicals S.A.E.

b) Nature of his expertise in specific functional areas

Expert in chemical and petrochemical field and general business administration.

c) Disclosure of relationships between directors inter-se

None of the directors are related to Mr. Rambabu Sanka.

d) Names of other entities in which the person also holds the directorship and the membership of Committees of the board of directors

Mr. Rambabu Sanka does not hold any directorship nor holds chairmanship / membership in any Committees of the Company or in any other Company.

e) Name of listed entities from which the person has resigned in the past three Years

Nil

f) Shareholding in the Company including shareholding as a beneficial owner

Mr. Rambabu Sanka does not hold any equity shares of the Company.

g) Key terms and conditions of appointment and remuneration proposed to be paid

Not Applicable

Note: For other details such as number of meetings of the board attended during the year, remuneration drawn, please refer to the corporate governance report which is a part of this Annual Report.

By Order of the Board of Directors
For **Finolex Industries Limited**

Sd/-
Dakshinamurthy Iyer
Company Secretary & Head Legal
M No.: A13004

Place: Pune
Date: August 6, 2026