Manorama
Industries Limited

KHASRA No. - 2449-2610,
Parswani Road, Near
Birkoni Industrial Area,
Mahasamund (C.G.)– 493445

September 18, 2026

To,
The Manager
The Listing Department,
BSE Limited ("BSE")
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001

Scrip Code: 541974
ISIN: INE00VM01036

To,
The Manager
The Listing Department
National Stock Exchange of India Limited ("NSE")
"Exchange Plaza", C-1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Symbol: MANORAMA
ISIN: INE00VM01036

Sub: Notice of Postal Ballot- Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of Postal Ballot along with the Explanatory Statement dated September 04, 2026 issued by the Company for seeking approval of Members for following matter:

Sr. No.	Particulars	Resolution Type
1.	To Consider and approve appointment of Dr. Rohini Tiwari (DIN: 11924749) as a Non-Executive Independent Director of the Company.	Special Resolution

In compliance with circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, voting on the resolutions is being proposed by electronic means i.e. through remote e-voting only and the Notice is being sent to all the Members, whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories and whose email IDs are registered with the Company / Depositories/RTA as on Friday, September 11, 2026 (Cut-off date). Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses as per the instructions given in the enclosed Notice. The e-voting period will commence from 09:00 AM (IST) on Saturday, September 19, 2026 and ends on Sunday, October 18, 2026 at 05:00 PM (IST).
The Calendar of Events for the proposed postal ballot process is attached for your reference.

The said notice is also available on the website of the Company viz.,

https://manoramagroup.co.in/investors-company-announcements#postal_ballots.

You are requested to kindly take the above information on your record.

For Manorama Industries Limited

Deepak Sharma Digitally signed by Deepak Sharma Date: 2026.09.18 15:39:43 +05'30'

MANORAMA INDUSTRIES LTD.

Deepak Sharma
Company Secretary and Compliance Officer
Membership No: A48707
Encl: As above

PROPOSED CALENDAR EVENTS FOR PASSING OF RESOLUTIONS THROUGH POSTAL BALLOT

Sr. No.	Particulars	Date of Event
1.	Date of passing of resolution by Board of Directors for appointing Scrutinizer for conducting postal ballot, approval of postal Ballot Notice, Resolution for Appointment.	September 4, 2026
2.	Date on which consent given by Scrutinizer to act as Scrutinizer for conducting postal ballot	September 4, 2026
3.	Cut-off date for determining shareholders to whom postal ballot notice will be sent	September 11, 2026
4.	Date of completion of dispatch of Notice of Postal Ballot	September 18, 2026
5.	Intimation of Notice of Postal Ballot with Stock Exchange.	September 18, 2026
6.	Newspaper Publication of Postal Ballot Notice and Publishing newspaper advertisement for completion of dispatch of Notice of Postal Ballot	September 19, 2026
7.	E- Voting Starting Date	September 19, 2026
8.	E-Voting ending date	October 18, 2026
9.	Preparation of Scrutinizer report and submission of the same to Chairperson.	On or before October 20, 2026
10.	Date of declaration of result of passing of Special resolution through postal ballot	On or before October 20, 2026
11.	Date of intimation of result of passing of special resolution through Postal Ballot to Stock Exchange and placing the same on website of Company	On or before October 20, 2026
12.	Date for Form MGT-14	On or before November 16, 2026
13.	Date for Form DIR-12	On or before November 16, 2026
14.	Date of signing minutes of Postal ballot	On or before November 16, 2026

MANORAMA INDUSTRIES LTD.

Manorama Industries Limited

CIN: L15142MH2005PLC243687

Registered office: Office No. 701, 7th Floor, Bonanza Building, Sahar Plaza Complex, Andheri Kurla Road, J.B. Nagar, Andheri East, Mumbai, Maharashtra, India, 400059

Tel: 91-022-22622299 **Fax:** 91-0771-4056958

Email ID: cs@manoramagroup.co.in **Website:** www.manoramagroup.co.in

Manorama Industries Limited

POSTAL BALLOT NOTICE

Dear Member(s),

Notice is hereby given to the Shareholders ('Members') of Manorama Industries Limited ('the Company'), pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') read with Rule 20 and Rule 22 and other applicable rules of the Companies (Management and Administration) Rules, 2014, as amended ('Management Rules') read with the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 and other applicable circulars issued by the Ministry of Corporate Affairs (Collectively 'MCA Circulars'), the Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of the Company Secretaries of India and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the following resolution as set out in this Notice are proposed to be passed by the Members of the Company by means of Postal Ballot by way of remote e-voting process being provided by the Company to all its Members to cast their votes electronically.

The Company has engaged the services of MUFG Intime India Private Limited ("MUFG") (formerly known as Link Intime India Private Limited) for the purpose of providing e-voting facility to its Members.

The said Notice is also available on the website of the Company at www.manoramagroup.co.in in the relevant section of the website of BSE Limited ('BSE') www.bseindia.com and National Stock Exchange of India Limited ('NSE') www.nseindia.com, on which the Equity Shares of the Company are listed and on the website of MUFG at https://instavote.linkIntime.co.in

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Management Rules and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to remote e-voting ("e-voting") i.e., by casting votes electronically instead of submitting postal ballot forms. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their votes electronically from **09:00 AM (IST)** on **Saturday, September 19, 2026** and not later than **05:00 PM (IST)** on, **Sunday, October 18, 2026** (the last day to cast vote electronically) to be eligible for being considered. The instructions for e-voting are appended to this Notice.

The Board of Directors of the Company at its meeting held on Friday, September 04, 2026 has appointed M/s. Mehta & Mehta, Company Secretaries, as the 'Scrutinizer', to scrutinize the e-voting process in a fair and transparent manner, Ms. Alifya Sapatwala (Membership No. A24091), Partner and failing her, Ms. Namrata Tatiya (Membership No. F14215) Partner will represent M/s. Mehta & Mehta, Company Secretaries.

Members holding Equity Shares of the Company on the Cut-off Date mentioned in this Postal Ballot Notice and desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions mentioned under the head 'Information and Instructions for e-voting' in this Postal Ballot Notice and record their assent ("FOR") or dissent ("AGAINST") on the proposed resolution through the e-voting process not later than **05:00 PM (IST)** on **Sunday, October 18, 2026**. In accordance with the MCA Circulars, the Company has made necessary arrangements to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice.

After completing of scrutiny of the votes cast, the Scrutinizer shall, within 2 working days from the conclusion of the voting period of postal ballot, make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him. The Chairperson or a person authorized by him shall declare the result of the voting forthwith.

The said results, along with the Scrutinizer's Report, will be placed on the website of the Company https://manoramagroup.co.in/investors-company-announcements#postal_ballots and MUFG https://instavote.linkIntime.co.in and will also be displayed at the Registered Office of the Company. The same will also be simultaneously forwarded to the Stock Exchanges where the Equity Shares of the Company are listed, for placing the same on their websites. The resolution, if approved, will be taken as having been duly passed on the last date specified for e-voting i.e., **Sunday, October 18, 2026.** The proposed resolution and Explanatory Statement setting out all material facts relating thereto, as required in terms of Section 102(1) of the Act read with the Rules and the MCA Circulars, are appended below:

SPECIAL BUSINESS:

ITEM NO. 1:

TO CONSIDER AND APPROVE THE APPOINTMENT OF DR. ROHINI TIWARI (DIN:11924749) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, and pursuant to the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and in accordance with the provisions of the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors at their respective meetings held on September 4, 2026, Dr. Rohini Tiwari (DIN: 11924749), who was appointed as an Additional Director in the capacity of a Non-Executive Independent Director of the Company with effect from September 4, 2026, pursuant to Section 161 of the Act, and who has submitted her consent to act as a Director and declarations confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and whose appointment is recommended by the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director in the category of Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years commencing from September 4, 2026 and ending on September 3, 2031 (both days inclusive).

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 to execute all such documents, instruments and writings as may be considered necessary, expedient or desirable for giving effect to this Resolution and to settle any question, difficulty or doubt that may arise in this regard, without requiring any further approval of the Members of the Company.**"**

By Order of the Board
For Manorama Industries Limited

Sd/-
Deepak Sharma
Company Secretary and Compliance Officer
Membership No: A48707

Date: September 04, 2026
Place: Raipur

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") read with Rules made thereunder, setting out all material facts concerning the Resolution, is given hereto and form part of this Postal Ballot Notice.

2. In accordance with the MCA Circulars, Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the Register of Members / List of Beneficial Owners as on **Friday, September 11, 2026** ("**Cut-Off Date**") received from the Depositories and whose e-mail address is registered with the Company / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.

3. The Board of Directors of the Company at its Meeting held on Friday, September 04, 2026 has appointed M/s Mehta & Mehta, Company Secretaries, as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner. Ms. Alifya Sapatwala, Partner, (Membership No. A24091), and failing her, Ms. Namrata Tatiya, Partner, (Membership No. F14215), will represent M/s Mehta & Mehta, Practicing Company Secretaries.

4. All the material documents referred in Postal Ballot Notice shall be available for inspection through electronic mode, basis the request being sent by Members on email id: cs@manoramagroup.co.in mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

5. All correspondence related to change of address, change in e-mail ID already registered with the Company, transfer / transmission of shares, issue of duplicate share certificates, Company mandates and all other matters relating to the shareholding in the Company may be made to M/s. MUFG lntime India Private Limited (formerly known as Link lntime India Private Limited), the Registrar and Share Transfer Agent ("**RTA**").

6. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members / List of Beneficial Owners as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this Notice for information purpose only.

7. In accordance with Regulation 44 of the Listing Regulations and Section 108 and 110 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended) from time to time, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Company has engaged MUFG lntime India Private Limited ("MUFG") as the agency for facilitating the Members to communicate their assent or dissent through Electronic Means in respect of the aforesaid resolution. The detailed procedure for voting through electronic means ("e-voting") is appended in the Notes to Notice.

8. Postal Ballot Notice can be downloaded from the Company's website i.e., https://manoramagroup.co.in/investors-company-announcements#postal_ballots.

9. Institutional Members (i.e. other than individuals, HUF`s, NRI`s etc.) are required to send scanned copy (PDF/JPEG Format) of the relevant board resolution/authority letter, etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through email to info@mehta-mehta.com with a copy marked to cs@manoramagroup.co.in .

10. A Member cannot exercise his/her/its vote by proxy on Postal Ballot.

11. Resolutions passed by the Members through Postal Ballot by electronic means are deemed to have been passed as if they have been passed at a General Meeting of the Members.

12. Members who have not registered their E-mail IDs are requested to register / update their E-mail addresses, with their Depository Participant (in case of Shares held in dematerialised form) or with MUFG Intime India Private Limited, our Registrar and Share Transfer Agents (RTA) (in case of Shares held in physical form).

13. A member desiring to vote by electronic means is requested to read the instructions for Postal Ballot carefully and cast their votes electronically from 09:00 A.M. (IST) on **Saturday, September 19, 2026** to 05:00 P.M. (IST) on **Sunday, October 18, 2026**. In case a member has any queries or grievances regarding e-voting, he / she may send an email to cs@manoramagroup.co.in.

14. The voting rights of the Members, whose names appear in the Register of Members/ List of Beneficial Owners, as on the cut-off date shall be in proportion to their shares in the total paid-up equity share capital of the Company and are entitled to vote on the Resolution set forth in this Notice.

15. Members are informed that in case of joint holders, only such joint holder whose name stands first in the Register of Members of the Company / Register of beneficial owners as on the cut-off date as received from Depositories in respect of such joint holding will be entitled to vote.

16. The Scrutinizer’s decision on the validity of the vote shall be final.

17. Once the vote on a resolution stated in this Notice is cast by the members through remote e-voting, the members shall not be allowed to change it subsequently and such e-vote shall be treated as final.

18. The Scrutinizer will submit their report to the Chairperson or any person authorised by him after the completion of scrutiny, and the Results will be declared by the Company within 2 working days of the closing of e-voting period on its website https://manoramagroup.co.in/investors-company-announcements#postal_ballots and communicated to the Stock Exchanges, where the shares of the Company are listed.

VOTING THROUGH ELECTRONIC MEANS – INSTRUCTIONS

The Company has engaged the services of MUFG lntime India Private Limited (formerly known as Link lntime India Private Limited) as the Agency for providing the remote e-voting facility to its Members.

The e-voting period shall commence at **09:00 A.M. (IST) on Saturday, September 19, 2026** and shall end at **05:00 P.M. (IST) on Sunday, October 18, 2026**. During this period, Members holding shares as on the Cut-

Off Date may cast their votes electronically in respect of the resolution set out in this Postal Ballot Notice. The remote e-voting module shall be disabled by MUFG Intime India Private Limited upon the expiry of the aforesaid voting period and, thereafter, remote e-voting shall not be permitted.

Once a Member casts his/her/its vote on the resolution through remote e-voting, the Member shall not be allowed to modify or change the vote subsequently.

The detailed procedure and instructions for remote e-voting are provided below:

As per SEBI Master circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Members are advised to ensure that their mobile number and email address are updated in their demat accounts maintained with their respective Depository Participants to facilitate seamless access to the remote e-voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
e) Click on “MUFG Intime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “IDeAS Login Section”.
b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
d) Click on “MUFG Intime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
c) Enter the last 4 digits of your bank account / generate ‘OTP’

d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG Intime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG Intime. Click on "MUFG Intime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b) Enter existing username, Password & click on "Login".

Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG Intime. Click on "MUFG Intime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.

Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

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

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

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

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkIntime.co.in & click on "Login" under 'SHARE HOLDER' tab.
b) Enter details as under:
    1. User ID: Enter User ID
    2. Password: Enter existing Password
    3. Enter Image Verification (CAPTCHA) Code
    4. Click "Submit".
    (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

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

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkIntime.co.in & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:
    1. User ID: Enter User ID
    2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with

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

the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
    - Shareholders, holding shares in NSDL form, shall provide 'point 4' above.
    - Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
    - Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
   Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon. E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

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

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

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

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

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

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

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkIntime.co.in and login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) 'Investor's Name - Enter Investor's Name as updated with DP.
3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

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

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkIntime.co.in and login with InstaVote Login credentials.
b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
d) Enter "16-digit Demat Account No.".
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkIntime.co.in and login with InstaVote Login credentials.
b) After successful login, you will see "Notification for e-voting".
c) Select "View" icon for "Company's Name / Event number".
d) E-voting page will appear.
e) Download sample vote file from "Download Sample Vote File" tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

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

HELPDESK:

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

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

Individual Shareholders holding securities in demat mode:

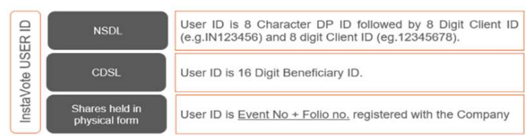
Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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

Forgot Password:

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

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



- Click on “Login” under ‘SHARE HOLDER’ tab.
- Further Click on “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

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

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Further Click on “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

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

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

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

General Instructions - Shareholders

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

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

Item No. 1

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company ("Board"), at its meeting held on **September 4, 2026**, appointed **Dr. Rohini Tiwari (DIN: 11924749)** as an Additional Director in the capacity of **Non-Executive Independent Director** of the Company, not liable to retire by rotation, for a term of **five (5) consecutive years** commencing from **September 4, 2026** and ending on **September 3, 2031** (both days inclusive), subject to the approval of the Members of the Company.

In terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), approval of the Members for appointment of a person on the Board of Directors of a listed entity is required to be obtained at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. Further, pursuant to Regulation 25(2A) of the SEBI Listing Regulations, the appointment of an Independent Director is required to be approved by the Members by way of a Special Resolution.

Brief Profile of Dr. Rohini Tiwari (DIN: 11924749):

Dr. Rohini Tiwari is a Food Technologist, Consultant Nutritionist, Strategic Consultant, Educator and Trainer with multidisciplinary experience spanning food technology, food processing, food safety and quality assurance, nutrition, healthcare, academia and wellness management. She is presently based in Coimbatore, and works as an independent consultant and professional practitioner.

Academically, she holds a Ph.D. in Food Science and Nutrition with specializing in Nutrition and Stress Management, along with an M.Sc. and B.Sc. in Food Technology, a Post Graduate Diploma in Psychological Counselling and a Post Graduate Diploma in Public Relations. She has received recognition for her research and presentations, including awards at the IDA Conference, AIIMS, New Delhi.

She has industry experience with Hindustan Coca-Cola Beverages Pvt. Ltd., where she handled quality assurance, system documentation, audits and training. She has also served as Chief Clinical Nutritionist at Ganga Hospital, Coimbatore, where she managed nutritional care.

Her professional engagements include consultancy in Nutraceuticals R&D with Dr. Reddy's Laboratories, advisory work on Food Safety Management Systems, and roles as a Visiting Faculty at Institute of Chemical Technology (ICT), SVT College of Home Science – SNDT Women's University, S.K. Somaiya College, Indian Institute of Packaging and Bhavan's College. She has also served as a Subject Expert and Jury Member for PSG STEP / TNSEED 4.0 and the Grand Onion Challenge 2022, and as a Technical Peer Reviewer for the All-India Food Processors Association (AIFPA).

She brings a strong combination of technical expertise, industry experience, clinical nutrition knowledge, academic credentials, research exposure and strategic consulting experience, particularly in the areas of food safety, quality management, nutrition, food product development and wellness.

In terms of the applicable provisions of the Companies Act, 2013 (the "Act") and SEBI Listing Regulations, the Company have received from Dr. Rohini Tiwari (DIN: 11924749) (i) consent to act as Director u/s 152 of the Act (Form DIR-2); (ii) Disclosure of interest u/s 184(1) of the Act (Form MBP-1); (iii) declaration u/s 164 of the Act (Form DIR- 8) to the effect that she is not disqualified to become a director including declaration that she is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority; (iv) declaration of independence u/s 149(6) of the Act and Regulation 16 of the SEBI Listing Regulations including confirmation pursuant to Regulation 25(8) of the SEBI Listing Regulations that she is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact her ability to discharge her duties with an objective independent judgment and without any external influence; (v) all other necessary information/declarations.

The Company has also received notice from a Member in writing under Section 160 of the Act proposing her candidature as an Independent Director of the Company.

In the opinion of NRC and Board of Directors of the Company, Dr. Rohini Tiwari (DIN: 11924749) possess appropriate skills, acumen, integrity, experience, expertise & knowledge and fulfils the conditions for appointment as an Independent Director as specified in the Act read with Rules made thereunder and the SEBI Listing Regulations and that she is independent of the management and her association as an Independent Director will immensely benefit the Company.

The details pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in **Annexure A** to this Notice.

The terms and conditions of the appointment of Independent Director, including payment of sitting fee are uploaded on the website of the Company at https://manoramagroup.co.in and would also be made available for inspection to the members of the Company as per the details mentioned in the notes of this Notice.

As an Independent Director, Dr. Rohini Tiwari (DIN: 11924749) is entitled to sitting fees for attending meeting(s) of the Board of Directors or Committee(s) thereof and be paid in accordance with the provisions of the Act and rules made thereunder. Further, pursuant to Regulation 25(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall undertake Directors and Officers insurance ('D and O insurance') for all their independent directors of such quantum and for such risks as may be determined by its Board of Directors.

Except Dr. Rohini Tiwari, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 01 of the accompanying Notice.

The Board of Directors of your Company commend the resolution set out under Item no. 1 of the Notice for approval of the Members by way of **Special Resolution**.

By Order of the Board
For Manorama Industries Limited

Sd/-
Deepak Sharma
Company Secretary and Compliance Officer
Membership No: A48707

Date: September 04, 2026
Place: Raipur

Annexure 1

Details of Director seeking Appointment

(Pursuant to Regulation 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings)

Sr. No.	Particulars	
1.	DIN	11924749
2.	Date of Birth and age	24-03-1973
3.	Nationality	Indian
4.	Brief Profile, qualification and experience	Dr. Rohini Tiwari is a Food Technologist, Consultant Nutritionist, Strategic Consultant, Educator and Trainer with multidisciplinary experience spanning food technology, food processing, food safety and quality assurance, nutrition, healthcare, academia and wellness management. She is currently based in Coimbatore and works as an independent consultant and professional practitioner. Academically, she holds a Ph.D. in Food Science and Nutrition, specializing in Nutrition and Stress Management, along with an M.Sc. and B.Sc. in Food Technology, a Post Graduate Diploma in Psychological Counselling and a Post Graduate Diploma in Public Relations. She has also received recognition for her research and presentations, including awards at the IDA Conference, AIIMS, New Delhi. She has industry experience with Hindustan Coca-Cola Beverages Pvt. Ltd., where she handled quality assurance, system documentation, audits and training. She has also served as Chief Clinical Nutritionist at Ganga Hospital, Coimbatore, where she managed nutritional care. Her professional engagements include consultancy in Nutraceuticals R&D with Dr.

		Reddy's Laboratories, advisory work on Food Safety Management Systems, and roles as a Visiting Faculty at Institute of Chemical Technology (ICT), SVT College of Home Science – SNDT Women's University, S.K. Somaiya College, Indian Institute of Packaging and Bhavan's College. She has also served as a Subject Expert and Jury Member for PSG STEP / TNSEED 4.0 and the Grand Onion Challenge 2022, and as a Technical Peer Reviewer for the All-India Food Processors Association (AIFPA). She brings a strong combination of technical expertise, industry experience, clinical nutrition knowledge, academic credentials, research exposure and strategic consulting experience, particularly in the areas of food safety, quality management, nutrition, food product development and wellness.
5.	Terms & Conditions of appointment	For 5 years from September 04, 2026 to September 03, 2031 (both days inclusive)
6.	Nature of expertise in specific functional areas	Food Technologist
7.	Shareholding in Manorama Industries including shareholding as a beneficial owner	NIL
8.	Details of last remuneration drawn	NIL
9.	Details of remuneration sought to be paid	Sitting fees
10.	Date of first appointment on the Board	September 04, 2026
11.	Disclosure of relationships between Directors/KMPs	Not Applicable
12.	Directorship in Listed entity	NIL
13.	Chairmanship of Committees	NIL
14.	Membership of Committees	NIL

15.	Names of the Listed Entities from which the appointee has resigned in the past 3 years	NIL
16.	Number of Board Meetings attended during the Financial Year 2025-26	Not Applicable