

26th May, 2026

The Manager
Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001

The Manager
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No-C/1, G Block,
Bandra Kurla Complex
Mumbai - 400051

NSE Symbol: **IFBIND** | BSE Scrip Code: **505726**

Sub: Notice of Postal Ballot through Electronic Voting

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the Postal Ballot Notice ('Notice') of the Company dated 25th May, 2026 along with Explanatory Statement pursuant to the applicable provisions of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for seeking approval of the Members of the Company on the Resolutions forming part of the Notice.

In compliance with the provisions of the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, read with other relevant circulars issued in this regard, the latest being General Circular Nos. 03/2025 dated 22nd September, 2025, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars"), this Notice is being sent only through electronic mode to those members whose e-mail IDs are registered with the Company / Depositories / Registrar and Share Transfer Agent and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, 22nd May, 2026 ('Cut-off date'). Accordingly, physical copy of the Notice for this Postal Ballot is not being sent to the Members.

The Company has engaged the services of National Securities Depository Limited ('NSDL') to provide remote e-Voting facility to its members. The remote e-Voting period commences from 09:00 a.m. (IST) on Wednesday, 27th May, 2026 and ends at 05:00 p.m. (IST) on Thursday, 25th June, 2026. The e-Voting module shall be disabled by NSDL thereafter. Please note that communication of assent or dissent of the Members would only take place through the remote e-Voting system.

This is for your information and record.

Yours Faithfully,

For **IFB INDUSTRIES LIMITED**

Ritesh Agarwal
Company Secretary

Encl.: As above



IFB INDUSTRIES LTD.

CIN: L51109WB1974PLC029637

Registered Office: 14 Taratolla Road, Kolkata -700 088

Tel:91 33 30489299, Fax: 91 33 30489230, E-mail: investors@ifbglobal.com

Website: www.ifbindustries.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To the members of the Company,

Notice is hereby given that the resolutions set out below are proposed to be passed by the members of IFB Industries Limited (“the Company”) by means of Postal Ballot, only by way of remote e-voting process (“e-voting”), pursuant to Section 110 of the Companies Act, 2013 (“the Act”), Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 3/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated 25th September, 2023, General Circular No. 09/2024 dated 19th September, 2024 and General Circular No. 03/2025 dated 22nd September, 2025, issued by the Ministry of Corporate Affairs (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time).

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors has appointed Mr. A.K Labh, Practicing Company Secretary (Membership No. FCS 4848/CP-3238) Proprietor of M/s. A.K. Labh & Co., Company Secretaries as Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner. The Scrutinizer’s decision on the validity of the Postal Ballot shall be final.

The Company has engaged the services of National Securities Depository Limited (NSDL) as the agency to provide e-voting facility.

In accordance with the MCA Circulars, members can cast vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically not later than 5:00 p.m. IST on Thursday, 25th June, 2026, (the last day to cast vote electronically) to be eligible for being considered.

The Scrutinizer will submit the report, after the completion of scrutiny, to the Company Secretary of the Company or any person authorized by him. The results of remote e-voting will be announced on or before Friday, 26th June, 2026, and will be displayed on the Company’s website www.ifbindustries.com and will also be communicated to the Stock Exchanges, National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) (together the “Depositories”). The Company will also display the results of the Postal Ballot at its Registered Office.

SPECIAL BUSINESS:

1. **To approve the appointment of Mr. Arup Das (DIN: 08417965) as Director, and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 152, 160 and all other applicable provisions if any, of the Companies Act, 2013 (“The Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Arup Das (DIN: 08417965), who was inducted on the Board as an Additional Director with effect from 1st April, 2026, and the Company has received a nomination from a member proposing his appointment u/s 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

2. **To approve the appointment of Mr. Arup Das (DIN: 08417965) as an Executive Director, and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 198, 203, and other applicable provisions, if any, of the Companies Act, 2013 (“The Act”) read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the consent of the members be and is hereby accorded for appointment of Mr. Arup Das (DIN: 08417965), as Executive Director - Engineering Business for a period of 1 (one) year, with effect from 1st April, 2026, on the terms and conditions including remuneration as set out in explanatory statement attached hereto and forming part of this resolution, notwithstanding that the remuneration may exceed the limits prescribed in the provisions of Sections 197, 198 but shall be within the limits prescribed under Schedule V to the Companies Act, 2013 in case of no profits / inadequate profits during any financial year/period in between.”

“RESOLVED FURTHER THAT notwithstanding anything contained in Sections 197, 198 and Schedule V of the Companies Act, 2013 or any amendments/re-enactment thereof in the event of absence of profits or inadequate profits in any financial year, the salary, perquisites and statutory benefits as set out above forming part of this resolution be paid as minimum remuneration to Mr. Arup Das (DIN: 08417965), as Executive Director - Engineering Business of the Company even if it exceeds the various stipulated limits of the various provisions of the Companies Act, 2013 or the rules related thereto during any financial year / period in between.”

“RESOLVED FURTHER THAT the Board (the term “Board” includes Board of Directors of the Company and the Nomination and Remuneration Committee) be and is hereby authorized to vary and / or modify the terms and conditions including remuneration, benefits and perquisites payable / made available to the appointee in such manner as may be agreed upon between the board and the appointee.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

3. **To approve the appointment of Mr. Manoj Kumar Vijay (DIN: 00075792) as an Independent Director, and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152, and 161 (1) read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the 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, for the time being in force), Mr. Manoj Kumar Vijay (DIN: 00075792), who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, being eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 2 (two) years with effect from 9th April, 2026.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

4. **To approve the appointment of Mr. Sandeep Joseph Abraham (DIN: 11656222) as Director, and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 152, 160 and all other applicable provisions if any, of the Companies Act, 2013 (“The Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Sandeep Joseph Abraham (DIN: 11656222), who was inducted on the Board as an Additional Director with effect from 9th April, 2026, and the Company has received a nomination from a member proposing his appointment u/s 160 of the Companies Act, 2013, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

5. **To approve the appointment of Mr. Sandeep Joseph Abraham (DIN: 11656222) as Managing Director & Chief Executive Officer and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:**

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 198, 203, and other applicable provisions, if any, of the Companies Act, 2013 (“The Act”) read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the consent of the members be and is hereby accorded for appointment of Mr. Sandeep Joseph Abraham (DIN: 11656222), as Managing Director & CEO – Home Appliance Division for a period of 5 years, with effect from 9th April, 2026, on the terms and conditions including remuneration as set out in explanatory statement attached hereto and forming part of this resolution, notwithstanding that the remuneration may exceed the limits prescribed in the provisions of Sections 197, 198 but shall be within the limits prescribed under Schedule V to the Companies Act, 2013 in case of no profits / inadequate profits during any financial year/period in between.”

“RESOLVED FURTHER THAT notwithstanding anything contained in Sections 197, 198 and Schedule V of the Companies Act, 2013 or any amendments/re-enactment thereof or any revised/new schedule thereof, in the event of absence of profits or inadequate profits in any financial year, the salary, perquisites and statutory benefits as set out above forming part of this resolution be paid as minimum remuneration to Mr. Sandeep Joseph Abraham (DIN: 11656222), as Managing Director & CEO – Home Appliance Division of the Company even if it exceeds the various stipulated limits of the various provisions of the Companies Act, 2013 or the rules related thereto during any financial year / period in between.”

“RESOLVED FURTHER THAT the Board (the term “Board” includes Board of Directors of the Company and the Nomination and Remuneration Committee) be and is hereby authorized to vary and / or modify the terms and conditions including remuneration, benefits and perquisites payable / made available to the appointee in such manner as may be agreed upon between the board and the appointee.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office :

14, Taratolla Road
Kolkata - 700 088
CIN : L51109WB1974PLC029637
E-mail: investors@ifbglobal.com
Website: www.ifbindustries.com

Date : 25th May, 2026

Place : Kolkata

By Order of the Board

Ritesh Agarwal

Company Secretary

Membership No. : A17266

NOTES :




1. A Statement pursuant to Section 102(1) of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is attached.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members / List of Beneficial Owners as on Friday, 22nd May, 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. This Postal Ballot Notice will also be available on the Company's website at www.ifbindustries.com, websites of the Stock Exchanges, that is, BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL.
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same.

5. 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.
6. Voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. Pursuant to Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars and Regulation 44 of the Listing Regulations read with circular of SEBI on e-voting Facility provided by Listed Entities, dated December 9, 2020, SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The Company has engaged the services of NSDL as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.
8. The e-voting period commences at 9:00 a.m. (IST) on Wednesday, 27th May, 2026 and ends at 5:00 p.m. (IST) on Thursday, 25th June, 2026. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered.
9. The Resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e. Thursday, 25th June, 2026.
10. All documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of voting. Members seeking to inspect such documents can send an email to investors@ifbglobal.com.
11. The details of the process and manner for remote e-Voting are explained herein below:
Step 1: Access to NSDL e-Voting system
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

A) Login method for remote e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>

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

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

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) “**Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After clicking on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
3. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 22nd May, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/ RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on toll free no. **022-4886 7000**. In case of Individual Shareholders

holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 22nd May, 2026 may follow steps mentioned in the Postal Ballot Notice under Step 1 :“Access to NSDL e-Voting system”(Above).

2. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc., with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to aklabhcs@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.

Please note that in case of Institutional Shareholders (i.e., other than individuals, HUF, NRI, etc.), furnishing of the Board Resolution/Authority Letter or Power of Attorney, in any mode as mentioned hereinabove is mandatory and in lack of it, the vote would be considered invalid by the Scrutinizer.

3. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free 022 – 4886 7000 or send a request to NSDL_at_evoting@nsdl.com.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors@ifbglobal.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors@ifbglobal.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The following Statement sets out all material facts relating to the Special Business under item No. 1 to 5 of the accompanying Notice:

Item No.: 1 & 2

Mr. Arup Das (DIN: 08417965), aged about 64 years, is a B.Sc. from Calcutta University, bachelor of Engineering from AMIE, PGDBM from IBMR.

Mr. Das possesses more than 38 years of experience working in various capacities in several organisations in the fields of marketing, sales, project and general management etc. He has been working with IFB since 1992.

During his tenure at IFB, he has worked in various positions in the Engineering Division of the Company as Head of departments for various functions such as Heat Treatment, New product development, supply chain, Marketing and Sales etc. He is currently working with the Company as President – M& A and New Projects.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member proposing the candidature of Mr. Arup Das to be appointed as an Executive Director as per the provisions of the Companies Act, 2013.

At the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company appointed Mr. Arup Das (DIN: 08417965) as an Executive Director - Engineering Business of the Company for a period of one year with effect from 1st April, 2026, subject to approval of the shareholders of the Company, in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013, at the terms and conditions as set out below :

Period: One Year effective from 1st April, 2026.

Remuneration:

- a. Basic Salary: Rs. 4,21,500/- (Rupees Four Lakh Twenty One Thousand five hundred only) per month
- b. House Rent Allowance: Rs. 2,10,782/- (Rupees Two Lakh Ten Thousand Seven Hundred Eighty Two only) per month
- c. Special Allowance: Rs. 2,10,213/- (Rupees Two Lakh Ten Thousand Two Hundred Thirteen only) per month
- d. Conveyance Allowance: Rs. 1,600/- (Rupees One Thousand Six Hundred only) per month
- e. Medical Reimbursement: As per the rules of the Company.
- f. Leave Travel Allowance: For self and family once in a year incurred in accordance with the Rules of the Company.
- g. Other Allowances and perquisites: Rs. 1,59,985/- (Rupees One Lakh Fifty-Nine Thousand Nine Hundred Eighty-Five Only)
- h. Ex-gratia: As per the rules of the Company.

The total CTC works out to Rs. 1.20 Crores p.a. (approx.)

The appointee shall not be entitled to any sitting fees for Board / Committee meetings.

The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules thereunder or any statutory modifications or re-enactment thereof and in the absence of any such rules, perquisite and allowances shall be evaluated at actual cost.

The terms and conditions of the said appointment and/or agreement are subject to provisions of Sections 196, 197, 203 and other applicable provisions if any, of the Companies Act, 2013 ("The Act") read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 including any statutory modifications or enactments thereof from time to time and may be altered and varied from time to time by the Board/ Committee as it may in its discretion deem fit within the maximum amount of remuneration payable in accordance with the applicable rules and regulations.

Further, the remuneration as would be paid to Mr. Das during his tenure would be the remuneration payable to him even if the said remuneration exceeds the stipulated managerial remuneration limits in terms of the provisions of Sections 196 and 197 of the Companies Act, 2013 read with Schedule V to the said Act and the excess payment of managerial remuneration, if any, during financial year / period will stand waived subject to fulfilment and compliance of other conditions as mentioned under the various provisions of the Act or rules related thereto.

The agreement may be terminated by either party giving the other three months' notice.

The details of other Directorship and Membership in other companies/committees of Mr. Das are provided in the 'Annexure' to the Notice.

Mr. Das holds 3560 No. of Equity shares in the Company.

The above may be treated as an abstract of the terms of contract between the Company and Mr. Arup Das.

Mr. Das is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

Mr. Das shall perform such duties and exercise such powers as are entrusted to him by the Board.

No other Directors, Key Managerial Personnel of the Company or their relatives, except Mr. Arup Das to whom resolution relates, are concerned or interested, financially or otherwise in the proposed resolution.

The Board recommends the resolution under Item No. 1 & 2 for approval of the members as an Ordinary Resolution & Special Resolution respectively.

Item No.: 3

The Board on recommendation of the Nomination and Remuneration Committee has recommended for the approval of the Members, the appointment of Mr. Manoj Kumar Vijay (DIN: 00075792) as an Independent Director for a term of 2 (two) consecutive years with effect from 9th April, 2026, in terms of Section 149 and other applicable provisions read with Schedule IV of the Companies Act, 2013, or any amendments thereto or modification thereof (" the Act") and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member proposing the candidature of Mr. Manoj Kumar Vijay to be appointed as an Independent Director as per the provisions of the Companies Act, 2013.

Necessary declaration has also been received from Mr. Vijay that he meets the criteria of Independence as per Section 149 of the Companies Act, 2013 read with the Companies (Appointment & Qualification of Directors) Rules, 2014 and Regulation 16 of the SEBI (Listing Obligation & Disclosure Requirements), Regulations 2015 ('LODR Regulations') and other relevant regulations.

In terms of Regulation 25(8) of SEBI Listing Regulations, Mr. Vijay has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge the duties.

Mr. Manoj Kumar Vijay, aged 60 years, is a Bachelor of Commerce from Calcutta University and a Diploma in Multimedia design.

Mr. Vijay has over 36 years of experience working in various capacities in the USHA Martin Group in accounts and finance, business management and administration, human resource and legal matters.

Mr. Vijay, serves as an independent board member of Usha Martin Education & Solutions Limited (Listed) and Peterhouse Investments India Limited. He is also serving as Director of RW Ropeways Private Limited, KGVK Agro Limited and Redtech Network India Private Limited. He has superannuated and is now working as consultant with Usha Breco Limited.

Mr. Vijay does not hold any shares in the Company in his individual capacity or on a beneficial basis for any other person.

No other Directors, Key Managerial Personnel of the Company or their relatives, except Mr. Manoj Kumar Vijay to whom resolution relates, are concerned or interested, financially or otherwise in the proposed resolution.

The Board recommends the resolution under Item No. 3 for approval of the members as a Special Resolution.

Item No.: 4 & 5

Mr. Sandeep Joseph Abraham (DIN: 11656222), aged about 57 years, is a bachelor of Mechanical Engineering from REC Tiruchirapalli. He completed his Post Graduate Diploma in Management from IIM Ahmedabad.

Mr. Abraham is a dynamic business leader with 30+ years of experience in driving growth across diverse industries, including B2B and B2C sectors. He has experience of managing a business close to ₹ 20,000 Cr, leading teams to market leadership and achieving strategic business milestones. He is adept in driving product innovation, market development, and operational excellence.

Mr. Abraham has worked across various positions during his career in Companies like TAFE, GSK Consumer Healthcare, SIFY, Trident Hotels, Vodafone etc. He was lastly working with MRF as Vice President – Business Development for more than 11 years.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a Member proposing the candidature of Mr. Sandeep Joseph Abraham to be appointed as an Executive Director as per the provisions of the Companies Act, 2013.

At the recommendation of Nomination & Remuneration Committee, the Board of Directors of the Company appointed Mr. Sandeep Joseph Abraham (DIN: 11656222) Managing Director and Chief

Executive Officer of the Company of the Company for a period of 5 (five) years with effect from 9th April, 2026, subject to approval of the shareholders of the Company, in terms of Section 197, 198, Schedule V and any other applicable provisions of the Companies Act, 2013, at the terms and conditions as set out below :

Period: Five (5) Years w.e.f. from 9th April, 2026.

Remuneration:

- a. Basic Salary: Rs. 9,50,000/- (Rupees Nine Lakh Fifty Thousand only) per month.
- b. House Rent Allowance: Rs. 4,75,000/- (Rupees Four Lakh Seventy-Five Thousand only) per month.
- c. Special Personal Allowance: Rs. 3,22,330/- (Rupees Three Lakh Twenty-Two Thousand Three Hundred Thirty Only) per month.
- d. Conveyance Allowance: Rs. 6,06,930/- (Rupees Six lakh six thousand nine hundred thirty only) per month.
- e. Children Education Allowance: Rs. 3,000/- (Rupees Three thousand only) per month.
- f. Leave Travel Allowance: For self and family once in a year incurred in accordance with the Rules of the Company.
- g. Medical Allowance: In accordance with the Rules of the Company.
- h. Provident Fund, Gratuity and NPS: As per the rules of the Company.
- i. Medical Insurance: As per rules of the Company.
- j. Ex-gratia: As per the rules of the Company.

Explanation: For the purpose of this part, family' means the spouse, the dependent children and dependent parents.

The CTC works out to Rs 3.25 Crores on an annual basis.

The appointee shall not be entitled to any sitting fees for Board / Committee meetings.

The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act,1961 or any rules thereunder or any statutory modifications or re-enactment thereof and in the absence of any such rules, perquisite and allowances shall be evaluated at actual cost.

The terms and conditions of the said appointment and/or agreement are subject to provisions of Sections 196, 197, 203 and other applicable provisions if any, of the Companies Act, 2013 ("The Act") read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 including any statutory modifications or enactments thereof from time to time and may be altered and varied from time to time by the Board/ Committee as it may in its discretion deem fit within the maximum amount of remuneration payable in accordance with the applicable rules and regulations.

Further, the remuneration as would be paid to Mr. Abraham during his tenure would be the remuneration payable to him even if the said remuneration exceeds the stipulated managerial remuneration limits in terms of the provisions of Sections 196 and 197 of the Companies Act, 2013 read with Schedule V to the said Act and the excess payment of managerial remuneration, if any, during any financial year / period in between will stand waived subject to fulfilment and compliance of other conditions as mentioned under the various provisions of the Act or rules related thereto.

The agreement may be terminated by either party giving the other three months' notice.

The details of other Directorship and Membership in other companies/committees of Mr. Abraham are provided in the 'Annexure' to the Notice.

Mr. Abraham does not hold any shares in the Company in his individual capacity or on a beneficial basis for any other person.

The above may be treated as an abstract of the terms of contract between the Company and Mr. Sandeep Joseph Abraham.

Mr. Abraham is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

Mr. Abraham shall perform such duties and exercise such powers as are entrusted to him by the Board.

No other Directors, Key Managerial Personnel of the Company or their relatives, except Mr. Sandeep Joseph Abraham to whom resolution relates, are concerned or interested, financially or otherwise in the proposed resolution.

The Board recommends the resolution under Item No. 4 & 5 for approval of the members as an Ordinary Resolution & Special Resolution respectively.

Registered Office :

14, Taratolla Road

Kolkata - 700 088

CIN : L51109WB1974PLC029637

E-mail: investors@ifbglobal.com

Website: www.ifbindustries.com

Date : 25th May, 2026

Place : Kolkata

By Order of the Board

Ritesh Agarwal

Company Secretary

Membership No. : A17266

Details of Director seeking appointment through Postal Ballot (in pursuance of Clause 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with relevant clauses of the Secretarial Standards - 2 (SS-2) issued by The Institute of Company Secretaries of India.

Name of Director	Mr. Arup Das
DIN	08417965
Nature of Directorship	Executive Director
Date of Birth / Age	15th September, 1961/64 Years
Nationality	Indian
Date of first appointment on the board	01.04.2026
Qualification	Mr. Arup Das, holds B.Sc. from Calcutta University, bachelor of Engineering from AMIE, PGDBM from IBMR.
Experience in the Functional Area	Mr. Arup Das is a B.Sc. from Calcutta University, bachelor of Engineering from AMIE, PGDBM from IBMR. possess more than 38 years of experience working in various capacities in several organisations in the fields of marketing, sales, project and general management etc. He has been working with IFB since 1992. During his tenure at IFB, he has worked in various positions in the Engineering Division of the Company as Head of departments for various functions such as Heat Treatment, New product development, supply chain, Marketing and Sales etc. He is currently working with the Company as President– M& A and New Projects.
Disclosure of relationships between Directors	Not related to any Director or KMP of the Company. He is not debarred from holding the office of director by virtue of any SEBI order or any other statutory authority.
List of directorship held in other listed Companies	NIL
Committee membership in other listed Companies	NIL
Resignation from the directorship of the listed companies in past three years	NIL
Number of Meetings of the Board attended during (FY 2025-26)	Not Applicable
Details of remuneration last drawn (FY 2025-26)	Not Applicable
Details of Proposed remuneration	Please refer Explanatory Statement to Note No. 1 & 2 to this Notice
No. of equity shares held in the Company (Self and / or in beneficial capacity)	3560

Name of Director	Mr. Manoj Kumar Vijay
DIN	00075792
Nature of Directorship	Non-Executive Independent Director
Date of Birth / Age	20th June, 1966 /60 Years
Nationality	Indian
Date of first appointment on the board	09.04.2026
Qualification	Mr. Manoj Kumar Vijay, holds Bachelor of Commerce from Calcutta University and a Diploma in Multimedia design.
Experience in the Functional Area	<p>Mr. Manoj Kumar Vijay is a Bachelor of Commerce from Calcutta University and a Diploma in Multimedia design.</p> <p>Mr. Vijay has over 36 years of experience working in various capacities in the USHA Martin Group in accounts and finance, business management and administration, human Resource and legal matter.</p> <p>Mr. Vijay, serves as an independent board member of Usha Martin Education & Solutions Limited (Listed) and Peterhouse Investments India Limited. He is also serving as Director of RW Ropeways Private Limited, KGVK Agro Limited and Redtech Network India Private Limited. He has superannuated and is now working as consultant with Usha Breco Limited.</p>
Disclosure of relationships between directors	Not related to any Director or KMP of the Company. He is not debarred from holding the office of director by virtue of any SEBI order or any other statutory authority.
List of directorship held in other listed companies	1. Usha Martin Education & Solutions Limited
Committee membership in other listed companies	<p>1. Usha Martin Education & Solutions Limited</p> <p>a. Member of Audit Committee</p> <p>b. Member of Nomination and Remuneration Committee</p>
Resignation from the directorship of the listed companies in past three years	IFB Agro Industries Limited
Number of Meetings of the Board attended during (FY 2025-26)	Not Applicable
Details of remuneration last drawn (FY 2025-26)	Not Applicable
Details of Proposed remuneration	Not Applicable
No. of equity shares held in the Company (Self and / or in beneficial capacity)	NIL

Name of Director	Mr. Sandeep Joseph Abraham
DIN	11656222
Nature of Directorship	Managing Director and Chief Executive Officer
Date of Birth / Age	25th March, 1969/57 Years
Nationality	Indian
Date of first appointment on the board	09.04.2026
Qualification	Mr. Sandeep Joseph Abraham, holds bachelor of Mechanical Engineer from REC Tiruchirapalli. He completed his Post Graduate Diploma in Management from IIM Ahmedabad.
Experience in the Functional Area	<p>Mr. Sandeep Joseph Abraham is a bachelor of Mechanical Engineer from REC Tiruchirapalli. He completed his Post Graduate Diploma in Management from IIM Ahmedabad.</p> <p>Mr. Abraham is a Dynamic Business leader with 30+ years of experience in driving growth across diverse industries, including B2B and B2C sectors. He has experience of managing a business close to ₹ 20,000 Cr, leading teams to market leadership and achieving strategic business milestones. He is adept in driving product innovation, market development, and operational excellence.</p> <p>Mr. Abraham has worked across various positions during his career in Companies like TAFE, GSK Consumer Healthcare, SIFY, Trident Hotels, Vodafone etc. He was lastly working with MRF as Vice President – Business Development for more than 11 years.</p>
Disclosure of relationships between directors	Not related to any Director or KMP of the Company. He is not debarred from holding the office of director by virtue of any SEBI order or any other statutory authority.
List of directorship held in other listed companies	NIL
Committee membership in other listed companies	NIL
Resignation from the directorship of the listed companies in past three years	NIL
Number of Meetings of the Board attended during (FY 2025-26)	Not Applicable
Details of remuneration last drawn (FY 2025-26)	Not Applicable
Details of Proposed remuneration	Please refer Explanatory Statement to Note No. 4 & 5 to this Notice
No. of equity shares held in the Company (Self and / or in beneficial capacity)	NIL