NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 32nd Annual General Meeting for the financial year 2025-2026 (hereinafter referred to as "AGM") of the members of **Turner Industries Limited (Formerly known as Laser Diamonds Limited)** will be held on **Monday, 21st day of December, 2026** at **12:00 P.M.** via video conferencing / other audio-visual mode (VC/OAVM) deemed to be held at the registered office of the Company to transact the following business as:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2026, including the Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended on 31st March, 2026 including any explanatory note annexed to or forming part of, the aforementioned documents together with the Board's Report and Statutory Auditor's Report thereon.

2. To appoint Director in place of Mr.Lalit Samdaria (DIN 00018137) who retires by rotation being eligible offers himself for reappointment.

3. **Appointment of M/S. B. M. Gattani & Co., Chartered Accountants (FRN: 113536W) as Statutory Auditors of the Company**

To consider and if thought fit, to pass the following resolution(s) as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation made by the Board of Directors through resolution passed on November 26, 2026, M/s. B. M. Gattani & Co., Chartered Accountants (FRN: 113536W), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. A. John Morris & Co. (FRN: 007220S).

RESOLVED FURTHER THAT M/s. B. M. Gattani & Co., Chartered Accountants (FRN: 113536W), be and are hereby appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years, commencing from the conclusion of this Meeting until the conclusion of the Annual General Meeting to be held for the Financial Year 2030–2031, at such remuneration, together with reimbursement of out-of-pocket expenses, as may be determined by the Management of the Company in consultation with the Auditors.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorised to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions."

SPECIAL BUSINESS:

4. **Appointment of Mrs. Srishty Bansal (DIN: 12023697) as an Independent Director of the Company.**

To consider and if thought fit pass the following resolution as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article Articles of Association of the Company, Mrs. Srishty Bansal (DIN: 12023697) who was appointed as an Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from October 28, 2026 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of

the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company and to hold office for a term up to October 27, 2030 (five) consecutive years, not liable to retire by rotation."

5. Appointment of Ms. Sunidhi Bansal (DIN: 12023650) as Non-Executive Director of the Company.

To consider and if thought fit pass the following resolution as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Articles of Association of the Company (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Sunidhi Bansal (DIN: 12023650), who was appointed as an Additional Non-Executive Director of the Company with effect from October 28, 2026, and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

6. Appointment of Mr. Sachin Mishra (DIN: 11884960) as an Independent Director of the Company.

To consider and if thought fit pass the following resolution as an ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article Articles of Association of the Company, Mr. Sachin Mishra (DIN: 11884960) who was appointed as an Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from October 16, 2026 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company and to hold office for a term up to October 15, 2030 (five) consecutive years, not liable to retire by rotation."

7. Appointment of M/s Anuj Gupta & Associates, Company Secretaries as the Secretarial Auditor of the Company

To consider and, if thought fit, to pass the following resolutions as an ordinary resolutions:

"**RESOLVED THAT** pursuant to the provision(s) of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon recommendation of the Audit Committee and Board of Directors, M/s Anuj Gupta & Associates, Company Secretaries and is hereby appointed as the Secretarial Auditors of the Company, for a term of five (5) years, commencing from the conclusion of 32nd Annual General Meeting till the conclusion of 36th Annual General Meeting at such remuneration and on such terms and conditions as may be determined by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper, or expedient to give effect to the above resolution."

8. Appointment of Mr. Sachin Mishra as an Internal auditor of the Company

To consider and, if thought fit, to pass the following resolutions as an ordinary resolutions:

RESOLVED THAT pursuant to the provisions of Section 138 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014, Mr. Sachin Mishra, Director of the Company, be and is hereby appointed as the Internal Auditor of the Company for the Financial Year 2026-27, to conduct the internal audit of the functions and activities of the Company, on such terms and conditions as may be determined by the Board of Directors.

RESOLVED FURTHER THAT Mr. Sachin Mishra be and is hereby authorised to examine the books of accounts, records, documents and other relevant information of the Company as may be necessary for conducting the internal audit and submit the internal audit reports to the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

9. Authorisation to Ms. Sunidhi Bansal (DIN: 12023650) for Signing and Execution of Company Documents

To consider and, if thought fit, to pass the following resolutions as an ordinary resolutions:

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013, and the rules made thereunder, consent of the Members of the Company be and is hereby accorded to authorise Ms. Sunidhi Bansal (DIN: 12023650) to sign, execute, submit and deliver, on behalf of the Company, all agreements, contracts, deeds, applications, declarations, undertakings, forms, letters and other documents as may be required in connection with the business and affairs of the Company.

RESOLVED FURTHER THAT Ms. Sunidhi Bansal be and is hereby authorised to represent the Company before various government authorities, statutory bodies, regulatory authorities, banks, financial institutions and other concerned persons or entities, and to sign and submit all necessary documents, forms and applications on behalf of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to this resolution."

By the order of the Board
For Turner Industries Limited
(Formerly Known as Laser Diamonds Limited)

Sd/-
Lalit Samdaria
Director
DIN No: 00018137

Place: Chennai
Date: 26.11.2026

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies, Act, 2013 ("the Act") which sets out details relating to special business to be transacted at the Annual General Meeting is required to be annexed to the notice. There being one Special Business to be transacted in the 32nd Annual General Meeting ("AGM") of the Company, such an explanatory statement is annexed below along with the Notice of the AGM.
2. The Ministry of Corporate Affairs ("MCA") vide its Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 5, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") has permitted Companies to conduct AGM through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of Members at a Common Venue. Further, the Securities and Exchange Board of India ("SEBI") vide its Circular nos. SEBI/HO/CFD/PoD-2/PCIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") w.r.t. AGM ("SEBI Circulars"). In terms of MCA Circulars and the provisions of the Act and applicable provisions of the SEBI Listing Regulations, the AGM of the Members is being convened through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participating in the AGM through VC/OAVM is annexed herewith and also available at the Company's website https://turnerindustriesltd.in/. The deemed venue of the AGM shall be the Registered Office of the Company.
3. Pursuant to Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint a proxy to attend and cast a vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first-come, first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with MUFG Intime India Private Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by MUFG Intime India Private Limited.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://turnerindustriesltd.in/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of MUFG Intime India Private Limited (agency for providing the Remote e-Voting facility) i.e. https://instavote.linkintime.co.in.

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

The remote e-voting period begins on Friday, 18th day of December, 2026, 09:00 A.M. and ends on Sunday, 20th day of December, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by MUFG Intime India Private Limited for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Sunday, 13th day of December, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Sunday, 13th day of December, 2026.

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

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

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

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".Enter IDeAS User ID, Password, Verification code & click on "Log-in".
b) 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.
c) 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).

METHOD 3 – NSDL e-voting website

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

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account.
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 – CDSL Easi / Easiest facility:
Shareholders registered for Easi / Easiest facility:
a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b) Enter existing username, Password & click on "Login".
c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi / Easiest facility:
a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration /https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant
Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.
a) Login to DP website.
b) After Successful login, user shall navigate through "e-voting" option.
c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.
Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the Cut-Off Date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote Shareholders registered for INSTAVOTE facility:
a) Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab.
b) Enter details as under:
c) User ID: Enter User ID
d) Password: Enter existing Password
e) Enter Image Verification (CAPTCHA) Code
f) Click "Submit".
(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

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 www.covidhtechnologies.com.

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.
d) Event No. can be viewed on the home page of InstaVote under "On-going Events".
e) Enter "16-digit Demat Account No.".
f) 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'.
g) 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 laserdiamonds@yahoo.co.in.

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**
Physical mode / Non-Individual Shareholders in demat mode	Email: enotices@in.mpms.mufg.com Tel: 022 – 4918 6000
Individual Shareholders with NSDL	Email: evoting@nsdl.co.in Tel: 022 - 4886 7000
Individual Shareholders with CDSL	Email: helpdesk.evoting@cdslindia.com Toll Free: 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. 3:

M/s. A. John Morris & Co., Chartered Accountants (FRN: 007220S), the Statutory Auditors of the Company, have resigned from their office, resulting in a casual vacancy in the office of Statutory Auditors of the Company.

Pursuant to the provisions of Section 139(8) of the Companies Act, 2013, the Board of Directors of the Company, on the recommendation of the Audit Committee, wherever applicable, considered and recommended the appointment of M/s. B. M. Gattani & Co., Chartered Accountants (FRN: 113536W), to fill the casual vacancy caused by the resignation of the existing Statutory Auditors.

M/s. B. M. Gattani & Co. have furnished their written consent and certificate confirming their eligibility for appointment as Statutory Auditors of the Company in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder.

The proposed appointment is subject to approval of the members of the Company at the ensuing Annual General Meeting.

The Board recommends the resolution set out at Item No. 3 of the accompanying Notice for approval by the members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise in the proposed resolution.

ITEM NO. 4:

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, wherever applicable, appointed Mrs. Srishty Bansal (DIN: 12023697) as an Additional Director and Independent Director of the Company with effect from October 28, 2026, pursuant to the provisions of Sections 149 and 161 of the Companies Act, 2013, read with the applicable rules made thereunder.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mrs. Srishty Bansal holds office as an Additional Director up to the date of the ensuing Annual General Meeting. Accordingly, approval of the members is being sought for her appointment as an Independent Director of the Company for a term of five consecutive years, commencing from October 28, 2026, up to October 27, 2031, and she shall not be liable to retire by rotation.

Mrs. Srishty Bansal has furnished her consent to act as a Director, declaration confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and a declaration confirming that she is not disqualified from being appointed as a Director under the Companies Act, 2013.

In the opinion of the Board, Mrs. Srishty Bansal possesses the requisite qualifications, experience, expertise and integrity and fulfils the conditions specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director. The Board is also of the opinion that she is independent of the management of the Company.

The Company has received the requisite disclosures and declarations from Mrs. Srishty Bansal in connection with her proposed appointment.

The terms and conditions of her appointment shall be available for inspection by the members at the registered office of the Company during business hours on working days up to the date of the Annual General Meeting.

The Board recommends the resolution set out at Item No. 4 of the accompanying Notice for approval of the members by way of a Special Resolution.

Except Mrs. Srishty Bansal, being the appointee, none of the other Directors, Key Managerial Personnel

of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 5

The Board of Directors of the Company appointed Ms. Sunidhi Bansal (DIN: 12023650) as an Additional Non-Executive Director of the Company with effect from October 28, 2026, pursuant to the provisions of Section 161 of the Companies Act, 2013 and the applicable provisions of the Articles of Association of the Company.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Ms. Sunidhi Bansal holds office as an Additional Director up to the date of the ensuing Annual General Meeting. Accordingly, approval of the members is being sought for her appointment as a Non-Executive Director of the Company.

Ms. Sunidhi Bansal has furnished her consent to act as a Director and a declaration confirming that she is not disqualified from being appointed as a Director under the provisions of the Companies Act, 2013.

The Board is of the opinion that Ms. Sunidhi Bansal possesses the requisite qualifications, experience and expertise to contribute to the growth and development of the Company.
The Company has received the requisite notice under Section 160 of the Companies Act, 2013, proposing her candidature for appointment as a Director of the Company.

The Board recommends the resolution set out at Item No. 5 of the accompanying Notice for approval of the members by way of an Ordinary Resolution.

Except Ms. Sunidhi Bansal, being the appointee, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 6

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, wherever applicable, appointed Mr. Sachin Mishra (DIN: 11884960) as an Additional Director and Independent Director of the Company with effect from October 16, 2026, pursuant to the provisions of Sections 149 and 161 of the Companies Act, 2013, read with the applicable rules made thereunder.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Sachin Mishra holds office as an Additional Director up to the date of the ensuing Annual General Meeting. Accordingly, approval of the members is being sought for his appointment as an Independent Director of the Company for a term of five consecutive years, commencing from October 16, 2026, up to October 15, 2031, and he shall not be liable to retire by rotation.

Mr. Sachin Mishra has furnished his consent to act as a Director, declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and a declaration confirming that he is not disqualified from being appointed as a Director under the Companies Act, 2013.

In the opinion of the Board, Mr. Sachin Mishra possesses the requisite qualifications, experience, expertise and integrity and fulfils the conditions specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director. The Board is also of the opinion that he is independent of the management of the Company.

The Company has received the requisite disclosures and declarations from Mr. Sachin Mishra in connection with his proposed appointment.

The terms and conditions of his appointment shall be available for inspection by the members at the registered office of the Company during business hours on working days up to the date of the Annual General Meeting.

The Board recommends the resolution set out at Item No. 6 of the accompanying Notice for approval of the members by way of a Special Resolution.

Except Mr. Sachin Mishra, being the appointee, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 7

Pursuant to the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, every listed entity is required to appoint a Secretarial Auditor for a term of five consecutive years, with the approval of shareholders at the Annual General Meeting, based on the recommendation of the Board of Directors.

In compliance with the aforesaid provisions, the Board of Directors of the Company, upon recommendation of the Audit Committee, has recommended the appointment of M/s. Anuj Gupta & Associates, Company Secretaries, as the Secretarial Auditors of the Company for a term of five consecutive years, commencing from the conclusion of the 32nd Annual General Meeting till the conclusion of the 37th Annual General Meeting, subject to approval of the members.

M/s. Anuj Gupta & Associates have confirmed their eligibility and consent to act as Secretarial Auditors of the Company and have further confirmed that they hold a valid Peer Review Certificate issued by the Institute of Company Secretaries of India and fulfil the eligibility criteria prescribed under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The proposed remuneration payable to the Secretarial Auditors for conducting the Secretarial Audit shall be determined by the Board of Directors in consultation with the Secretarial Auditors, along with reimbursement of applicable out-of-pocket expenses and taxes, if any.

The Board considers the appointment of M/s. Anuj Gupta & Associates as Secretarial Auditors to be in the best interests of the Company and recommends the resolution set out at Item No. 7 of the accompanying Notice for approval of the members by way of an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 8

The Board is informed that pursuant to the provisions of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014, the Company is required to appoint an Internal Auditor, wherever applicable, to conduct the internal audit of the functions and activities of the Company.

In this regard, the proposal for appointment of Mr. Sachin Mishra as the Internal Auditor of the Company for the Financial Year 2026-27 is placed before the Board for its consideration and approval.

The Board is requested to consider the proposal and pass the necessary resolution, subject to ensuring that the proposed appointment is appropriate having regard to his qualifications, professional competence, responsibilities as a Director and the requirements of independence and objectivity in conducting the internal audit.

ITEM NO. 9

The Company, in the ordinary course of its business and for the smooth and efficient conduct of its operations, is required to execute various agreements, contracts, applications, declarations, undertakings, forms and other documents from time to time and to represent itself before various government, statutory and regulatory authorities.

In order to facilitate the above and ensure timely execution and submission of such documents, it is proposed to authorise Ms. Sunidhi Bansal (DIN: 12023650) to sign, execute, submit and deliver documents, agreements and other papers on behalf of the Company and to represent the Company before the concerned authorities and other entities.

The Board of Directors considers the proposed authorisation to be in the best interests of the Company and recommends the resolution set out at Item No. 9 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is

concerned or interested, financially or otherwise, in the said resolution, except to the extent of their respective shareholding, if any, in the Company.