|| श्रीहरिः ||

ADITYA INFOTECH LTD.

Corp. Off. : A-12, Sector 4, Noida, Uttar Pradesh, India 201301

Phone : +91 120 4555 666 E-Mail : sales@adityagroup.com Website : www.adityagroup.com

मा सैव्यम् पराजितः

August 20, 2026

To,

Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Plot no. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai 400 051

Symbol: CPPLUS
ISIN: INE819V01029

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Scrip Code: 544466
ISIN: INE819V01029

Dear Sir / Madam,

Sub.: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("SEBI Listing Regulations") we enclose herewith Postal Ballot Notice ("Notice") dated August 19, 2026, along with the Explanatory Statement, for seeking approval of the Members of the Company through Postal Ballot only by voting through electronic means ("remote e-voting") in respect of the below-mentioned item:

Particulars of Resolution	Type of Resolution
To approve raising of funds through issuance of securities of the Company.	Special Resolution

In terms of various circulars issued by the Ministry of Corporate Affairs, the Notice along with the explanatory statement and remote e-voting instructions are being sent only through electronic mode to all those Members whose e-mail addresses are registered with the Company, RTA/ Depositories/ Depository Participants and whose names appear in the Register of Members of the Company and/ or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, August 14, 2026** (**"Cut-off date"**). The Members who have not updated their email addresses with the Company/Depositories are requested to update their email address as per the instructions given in the enclosed Notice. The assent or dissent on the above resolution can be communicated by the members through remote e-voting process (e-voting'), within the following period:

Commencement of e-voting	Friday, August 21, 2026, at 9:00 a.m. (IST)
End of e-voting	Saturday, September 19, 2026, at 5:00 p.m. (IST)
Result of e-voting by Postal Ballot	On or before Tuesday, September 22, 2026

The Notice is also available on the website of the Company at https://adityagroup.com/, on the website(s) of our e-voting agency i.e National Securities Depositories Limited at www.evoting.nsdl.com, on the relevant section of the website of Stock Exchanges i.e., BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com & www.nseindia.com, respectively.

Further, the Company will publish a notice in the newspapers regarding completion of dispatch of the Postal Ballot Notice within the stipulated time period and will submit copies of such newspaper advertisements to the Stock Exchanges, confirming completion of dispatch of the Postal Ballot Notice.

This Disclosure will also be hosted on our Company's website viz. https://www.adityagroup.com/

Kindy take the same on record.

For and on behalf of **Aditya Infotech Limited**

Roshni Tandon
Digitally signed by Roshni Tandon
Date: 2026.08.20 17:39:59 +05'30'

Roshni Tandon
Company Secretary & Compliance Officer

Encl.: As above

ADITYA INFOTECH LIMITED

CIN: L74899DL1995PLC066784
Registered Office: F-28, Okhla Industrial Area Phase -1, New Delhi – 110 020 Delhi, India
Corporate Office: A-12, Sector 4 Noida – 201 301 Uttar Pradesh, India
Telephone: +91 120 4555 666; **Email:** companysecretary@adityagroup.com ; **Website:** www.adityagroup.com

POSTAL BALLOT NOTICE

Pursuant to Section(s) 108 and 110 of the Companies Act, 2013 read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Members,

NOTICE is hereby given that pursuant to the provisions of Section(s) 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**) including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force, read with the General Circulars No. 14/2020 dated April 8, 2020, General Circular No. 03/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 read with other relevant circulars, including latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as **"MCA Circulars"**), and Securities and Exchange Board of India (**"SEBI"**) Master Circulars and other applicable SEBI Circulars, other applicable laws, rules and regulations (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force and as amended from time to time), the proposed resolution as set out in this Notice is proposed to be passed by the Members of Aditya Infotech Limited (**"the Company"**) by means of Postal Ballot, only by way of voting through electronic means ("**remote e-voting**" or **"e-voting"**).

In compliance with the MCA Circulars, the Company is sending this Postal Ballot Notice along with explanatory statement (**"Notice"**) and remote e-voting instructions only through email to all its Members who have registered their email address with the Company/ MUFG Intime India Private Limited *(formerly known as Link Intime India Private Limited)*, the Registrar and Share Transfer Agent (**"RTA"**) or depository(ies)/ depository participants as on **Friday, August 14, 2026** (**"the cut-off date"**). The communication of assent /dissent of the Members on the resolution proposed in the Notice would take place only through the remote e-voting system.

The detailed explanatory statement pursuant to Section 102 and 110 of the Act and other applicable provisions of the Act, setting out the material facts relating to the resolution are appended to this Notice.

The Company has engaged services of the National Securities Depository Limited **("NSDL")** for facilitating remote e-voting. The detailed procedure with respect to E-voting is mentioned in 'Notes' to the Notice.

The e-voting schedule is as follows:

E-voting starts on	E-voting ends on
Friday, August 21, 2026	Saturday, September 19, 2026

The Notice shall be uploaded on the website of the Company https://adityagroup.com/ , on the website of NSDL www.evoting.nsdl.com/ ,and on the relevant section of the websites of National Stock Exchange of India Limited https://www.nseindia.com/ and the BSE Limited https://www.bseindia.com/ (jointly referred to as **"Stock Exchanges"**).

The Board of Directors of the Company ("Board") has appointed Mr. Anuj Gupta (Membership No. A31025) and COP No.13025, Company Secretary in Practice, as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The voting results along with the scrutinizer's report will be intimated to the Stock Exchanges and the same will also be uploaded on the Company's website at https://adityagroup.com/, and on the website of NSDL www.evoting.nsdl.com/ within the stipulated timeframe.

The proposed resolution, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Members by means of Postal Ballot, i.e., **Saturday, September 19, 2026.**

SPECIAL BUSINESS

TO APPROVE RAISING OF FUNDS THROUGH ISSUANCE OF SECURITIES OF THE COMPANY

To consider, and if thought fit, to pass, the following resolution as a **'Special Resolution':**

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c), 179 and other applicable provisions, if any, of the Companies Act, 2013 ("**Companies Act**"), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof), the provisions of the Memorandum of Association and the Articles of Association of the Company and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**"), the uniform listing agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited ("**Stock Exchanges**") on which the equity shares having face value of ₹1 each of the Company ("**Equity Shares**") are listed, the provisions of the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, as amended ("**FEMA**"), the current Consolidated FDI Policy, as amended, issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India, , the Reserve Bank of India Master Directions on Foreign Investment in India, 2018 and subject to other applicable laws, rules, regulations, guidelines, notifications, circulars and clarifications issued by the Ministry of Corporate Affairs ("**MCA**"), Registrar of Companies having jurisdiction over the Company ("**ROC**"), Securities and Exchange Board of India ("**SEBI**"), Reserve Bank of India ("**RBI**"), Government of India ("**GoI**"), Stock Exchanges and/or any competent statutory, regulatory, governmental or any other authorities, whether in India or abroad (herein referred to as "**Applicable Regulatory Authorities**"), from time to time and to the extent applicable, subject to such approvals, permissions, consents and sanctions as may be necessary or required from the Applicable Regulatory Authorities in this regard and further subject to such terms and conditions or modifications as may be prescribed or imposed by any or all of them while granting any such approvals, permissions, consents and/or sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**" or "**Board of Directors**", which term shall include any Committee thereof which the Board may have duly constituted or may hereinafter constitute to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company be and is hereby accorded to raise further capital and to create, offer, issue and allot (including with provisions for reservations on firm and/or competitive basis, of such part of issue and for such categories of persons as may be permitted under applicable law), for cash, with or without green shoe option, such number of fully paid-up Equity Shares **("Securities" or "Equity Shares")** in one or more tranches, and / or by way of one or more issuances, simultaneously or collectively or otherwise through one or more public issue(s) or by way of qualified institutions placement ("**QIP**"), and/or any combination thereof or any other method as may be permitted under applicable laws, in the course of domestic or international offerings, through issue of preliminary placement document, placement document and/or other permissible / requisite offer documents to any eligible person including qualified institutional buyers ("**QIBs**") as defined under SEBI ICDR Regulations, in accordance with Chapter VI of the SEBI ICDR Regulation), or otherwise, foreign / resident investors (whether institutions, body corporates, mutual funds, individuals or otherwise), venture capital funds (foreign or Indian), alternate investment funds, foreign portfolio investors, qualified foreign investors, Indian and/or multilateral financial institutions, mutual funds, insurance companies, non-resident Indians, pension funds and/or any other categories of investors, whether they be holders of Securities of the Company or not (collectively called the "**Investors**"), as may be decided by the Board in its discretion and permitted under applicable laws and regulations, for an aggregate amount up to ₹ 1,500 Crores (Rupees One Thousand Five Hundred Crores only) or an equivalent amount thereof (inclusive of such premium as may be fixed, if any), at a discount or premium to market price or prices, as permitted under applicable laws and in such manner and on such terms and conditions including pricing, terms of issuance, allotment and any other matters incidental thereto as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the offer, issue and allotment of Securities shall be made to the exclusion of other categories of Investors at the time of such creation, offer, issue and allotment considering the prevailing market conditions and other relevant factors and wherever necessary in consultation with book running lead manager(s) and/or underwriter(s) and/or other advisor(s) appointed and/or to be appointed by the Board in its absolute discretion may deem fit and appropriate (the "**Issue**").

RESOLVED FURTHER THAT if any issue of Securities is made by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations:

(a) the allotment of the Equity Shares, shall be completed within 365 days from the date of passing of the special resolution by the members of the Company or such other time as may be allowed under the SEBI ICDR Regulations from time to time;

(b) the Securities to be issued shall be listed with the stock exchanges, where the existing Securities of the Company are listed for a period of at least one (1) year prior to the date of issuance of notice to its shareholders for convening the meeting to pass the special resolution;

(c) the Securities shall not be eligible to be sold by the allottee for a period of one(1) year from the date of allotment, except on a recognized stock exchange, or except as may be permitted under the SEBI ICDR Regulations;

(d) the relevant date for the purpose of pricing of the Securities shall be the date of the meeting in which the Board of Directors of the issuer or the committee of directors duly authorised by the board of directors of the issuer, decides to open the QIP and at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations;

(e) no single allottee shall be allotted more than 50% of the proposed QIP size and the minimum number of allottees shall not be less than five, in accordance with Chapter VI of the SEBI ICDR Regulations;

(f) a minimum of 10% (ten per cent) of the Securities shall be allotted to Mutual Funds and if Mutual Funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion or part thereof, may be allotted to other QIBs;

(g) the Board may, in accordance with applicable law, also offer a discount of not more than 5% or such percentage as permitted under applicable law on the price so calculated in accordance with the pricing formula provided under the SEBI ICDR Regulations;

(h) a credit rating agency registered with SEBI will monitor the use of proceeds and submit its report to the Board of Directors and/or any other Committee authorised by the Board of Directors, in the format specified under Schedule XI of SEBI ICDR Regulations on quarterly basis till hundred percent of the proceeds have been utilized; and

(i) any issue of Securities made by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations shall be at such price which is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations (the "**QIP Floor Price**"), with the authority to the Board to offer a discount of not more than such percentage as permitted under applicable law on the QIP Floor Price.

RESOLVED FURTHER THAT in pursuance of the aforesaid resolutions:

(a) the Securities to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company; and

(b) the Securities to be created, offered, issued and allotted in terms of this Resolution, shall rank *pari passu* in all respects, including entitlement to dividend, with the existing Securities of the Company, as may be provided under the terms of issue and in accordance with the offer document(s).

RESOLVED FURTHER THAT for the purpose of giving effect to any creation, offer, issue or allotment of Equity Shares representing the same, the Board be and is hereby authorised on behalf of the Company to seek listing of any or all of such Securities, on one or more Stock Exchanges in India or outside India.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and approval, consents, permissions, if any, of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the aforesaid Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets including but not limited to the terms and conditions for issue of additional Securities and the Board subject to applicable laws, regulations and guidelines be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose of such Securities that are not subscribed.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board of Directors and/or any other Committee authorised by the Board of Directors be and is hereby authorized to negotiate, modify, sign, execute, register, deliver including sign any declarations or notice required in connection with the offer documents for issue of the Securities, placement agreement, escrow agreement, monitoring agency agreement, agreement with the depositories and other necessary agreements, memorandum of understanding, deeds, general undertaking / indemnity, certificates, consents, communications, affidavits, applications (including those to be filed with the regulatory authorities, if any) (the "**Transaction Documents**") (whether before or after execution of the Transaction Documents) together with all other documents, agreements, instruments, letters and writings required in connection with, or ancillary to, the Transaction Documents (the "**Ancillary Documents**") as may be necessary or required for the aforesaid purpose including to sign and/or dispatch all forms, filings, documents and notices to be signed, submitted and/or dispatched by it under or in connection with the documents to which it is a party as well as to accept and execute any amendments to the Transaction Documents and the Ancillary Documents and further to do all such other acts, deeds mentioned herein as they may deem necessary in connection with the issue of the Securities in one or more tranches from time to time and matters connected therewith.

RESOLVED FURTHER THAT the Board of Directors and/or any other Committee authorised by the Board of Directors be and is hereby authorized to appoint lead managers, underwriters, depositories, custodians, registrars, bankers, lawyers, advisors, escrow agents, monitoring agency and all such agencies as are or may be required to be appointed, involved or concerned in the Issue and allotment of Securities and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies.

RESOLVED FURTHER THAT the Board of Directors and/or any other Committee authorised by the Board of Directors, be and is hereby severally authorized to finalize all the terms and conditions and the structure of the proposed Securities, take such steps and to do all such acts, deeds, matters and things as it may be considered necessary, desirable or expedient including to resolve and settle any questions and difficulties that may arise in connection with the proposed creation, offer, issue and allotment of the Securities (including in relation to the issue of such Securities in one or more tranches from time to time) and the utilization of the issue proceeds in such manner as may be determined by the Board, subject however, to applicable laws, and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions, sanctions which may be necessary or desirable, as it may deem fit or as the Board may *suo moto* decide in its absolute discretion in the best interests of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to constitute or form a committee or delegate all or any of its powers to any Director(s) or Committee of Directors / Chief Financial Officer or other persons authorized by the Board, in its absolute discretion for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, including making necessary filings with the Stock Exchange(s) and statutory/ regulatory authorities and execution of any deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution and accept any alterations or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of the Securities."

By Order of the Board of Directors
For Aditya Infotech Limited

Sd/-
Roshni Tandon
Company Secretary and Compliance Officer
Membership no. A21150

Place: Noida
Date: August 19, 2026

Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 and Section 110 of the Companies Act, 2013 (**"the Act"**) read with the applicable rules made thereunder, setting out the material facts in respect of the business proposed in the resolution, is annexed hereto and forms part of this Postal Ballot Notice ("**Notice**").

2. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, SS-2, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Members are provided with the facility to cast their vote electronically through remote e-voting. Accordingly, the physical copies of this Notice along with postal ballot forms and pre-paid business envelopes will not be sent to the Members and the Members are required to communicate their assent or dissent through remote e-voting system only.

3. In compliance with the MCA Circulars and SS-2, this Notice along with the explanatory statement and remote e-voting instructions are being sent only through electronic mode to all those Members whose e-mail addresses are registered with the Company, RTA/ Depositories/ Depository Participants and whose names appear in the Register of Members of the Company and/ or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, August 14, 2026** (**"Cut-off date"**). A person who is not a member as on the Cut-off date is not eligible to cast their votes and should treat this Notice for information purpose only.

4. The voting rights of Members shall be reckoned in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on Cut-off date. A person, whose name is recorded in the Register of Members of the Company and/ or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date, shall only be entitled to cast vote through remote e-voting.

5. Mr. Anuj Gupta (Membership No. A31025) and COP No.13025, Company Secretary in Practice, has been appointed as Scrutinizer by the Board of Directors for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

6. The remote e-voting period shall commence at 09:00 a.m. (IST) on **Friday, August 21, 2026**, and shall conclude at 05:00 p.m. (IST) on **Saturday, September 19, 2026 (both days inclusive)**. During this period, Members of the Company holding equity shares in dematerialized form as on the Cut-off date (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Company or the Depositories / Depository Participants or RTA), may cast their vote electronically, in respect of the resolution as set out in this Notice only through remote e-voting. The remote e-voting module shall be disabled by NSDL thereafter. Once the vote on resolution is cast by a Member, no changes shall be permitted subsequently.

7. The Scrutinizer(s), immediately after the conclusion of voting, shall unblock the votes cast through remote e-voting, in the presence of at least two witnesses, who are not in the employment of the Company. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

   Upon completion of scrutiny of the remote e-voting, the Scrutinizer shall submit his report to the Chairperson, or any other person authorized by the Chairperson. The results of the Postal Ballot will be announced by the Chairperson, or any other person authorized by the Chairperson in writing for this purpose on or before **Tuesday, September 22, 2026**. The said result along with Scrutinizer's report will also be displayed at the Registered Office and Corporate Office of the Company. Additionally, the results will also be uploaded on the website of the Company at https://adityagroup.com/ as well as on the website of NSDL at www.evoting.nsdl.com/. The result shall simultaneously be communicated to the Stock Exchanges.

8. The resolution, if passed by the requisite majority, shall be deemed to have been passed as if the same had been duly passed at a General Meeting of the Members convened in that behalf. The resolution, if approved by the requisite majority of Members by means of Postal Ballot i.e. remote e-voting and shall accordingly be deemed to have been passed on **Saturday, September 19, 2026.**

9. All the material documents referred to in this Notice will also be available electronically for inspection on any working day during business hours between 11:00 a.m. (IST) to 05:00 p.m. (IST), from the date of dispatch of this Notice up to the last date of remote e-voting i.e. **Saturday, September 19, 2026 till 5:00 PM**, in accordance with the applicable statutory requirements, without any fee to be paid by the Members from the date of circulation of this Notice up to the closure of the remote e-voting period. Members seeking to inspect such documents can send an email to companysecretary@adityagroup.com from their registered email address along with details of their Folio Number/ DP ID and Client ID.

10. Corporate members are entitled to appoint authorized representatives to vote on their behalf on the resolution proposed in this Notice. Institutional/ Corporate members (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned, certified copy (PDF/ JPG Format) of their Board or governing body's resolution/ Authorization, authorizing their representative to vote through remote e-voting, to the Scrutinizer through e-mail at csanujgupta@gmail.com / corporatemakers@gmail.com. The Voting rights in the Postal Ballot Form cannot be exercised by a proxy.

11. Members who have not registered/ updated their email address are requested to register/ update the same as per the process advised by concerned Depository Participant ("DP").

    In case of any queries, Member(s) may write to **Ms. Pallavi Mhatre, Deputy Vice President**, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email ID : evoting@nsdl.com or at telephone no. 022- 48867000.

12. SEBI vide its notification dated January 24, 2022, and circular dated January 25, 2022, mandated listed companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, endorsement, subdivision/ splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition.

13. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in dematerialised form are therefore requested to submit their PAN to the DP's with whom they are maintaining their dematerialised accounts.

    In terms of the provisions of section 72 of the Act, the facility for registration of nomination is available for the members in respect of the shares held by them. All existing members are encouraged, in their own interest, to provide 'choice of nomination' for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in securities market. Further, members holding shares in demat form are requested to submit choice of nomination, PAN and other details to their DPs. The said forms can be downloaded through the Company's website at https://adityagroup.com/downloads. Members are requested to submit the said details to their DPs in case the shares are held by them in dematerialized form.

14. Pursuant to the Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and as per Regulation 47 of SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English and Hindi national daily newspapers.

15. The contact details of the person responsible to address the queries/grievances connected with the voting by electronic means, if any:

    Ms. Roshni Tandon,
    Company Secretary and Compliance Officer
    A-12, Sector 4 Noida – 201 301 Uttar Pradesh, India
    Email: companysecretary@adityagroup.com

16. The instructions and other information relating to e-voting are provided below:

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **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. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then 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 e-Voting Service Provider, 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 use 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

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

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

General Guidelines for shareholders

1. 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 csanujgupta@gmail.com/corporatemakers@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.

2. 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.

3. 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 at 022 - 4886 7000 or send a request to **Ms. Pallavi Mhatre**, Deputy Vice-President, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

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 companysecretary@adityagroup.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 companysecretary@adityagroup.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained above at **Login method for e-Voting 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

1. The Board of Directors at their meeting held on August 19, 2026 had approved the proposal for raising further capital and authorised creation, offer, issue and allotment (including provisions for reservations on firm and/or competitive basis, of such part of issue and for such categories of persons as may be permitted under applicable laws), of such number of fully paid-up Equity Shares "Securities" or "Equity Shares"), and/or by way of one or more issuances, simultaneously or collectively or otherwise through one or more public issue(s) or by way of or qualified institutions placement, in accordance with the SEBI ICDR Regulations and all other applicable laws, subject to the applicable regulations issued by the Securities and Exchange Board of India and any other governmental, regulatory or statutory approvals as may be required, in one or more tranches, at such price as may be deemed appropriate by the Board at its absolute discretion including the discretion to determine the categories of Investors to whom the creation, issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and wherever necessary, in consultation with lead manager(s) and other agencies that may be appointed by the Board for the purpose of the Issue.

2. This special resolution will enable the Board to issue Securities of the Company for an aggregate amount not exceeding ₹ 1,500 Crores (Rupees One Thousand Five Hundred Crores only) or its equivalent in any other currency, (inclusive of such premium as may be fixed on such Securities).

3. The Board shall, subject to applicable law, issue Securities pursuant to this special resolution and utilize the proceeds to finance (wholly or in part) one or more, or any combination, of the following: (a) repayment / prepayment of outstanding borrowings of the Company and subsidiaries in full or in part; (b) funding investment in subsidiaries towards repayment / prepayment of borrowings of the subsidiaries of the Company; (c) capital expenditure requirements of the Company; (d) funding investment in subsidiaries towards capital expenditure requirements of the subsidiaries of the Company; (e) meeting the working capital requirements of the Company; (f) for acquisition and other strategic investments; and (g) any other general purposes as may be permissible under applicable laws and as may be decided by the Board or its committee thereof. The proceeds of the proposed Issue shall be utilized in the manner and as determined by the Board or its duly constituted committee, at its discretion and in accordance with the applicable laws.The Equity Shares so allotted shall be listed on the recognised stock exchanges, subject to the receipt of applicable regulatory approvals, as may be required.

4. **Basis or Justification of Price**: As the pricing of the Issue cannot be determined at this stage and will be determined at a later date, it is not possible to state upfront the price of securities to be issued. The pricing of the Equity Shares to be issued to QIBs pursuant to Chapter VI of the SEBI ICDR Regulations shall be determined by the Board of Directors and/or any other Committee authorised by the Board of Directors, in accordance with the SEBI ICDR Regulations. The resolution enables the Board, in accordance with applicable laws, to offer a discount of not more than 5% (five percent) or such percentage as permitted under applicable law on the price determined pursuant to the SEBI ICDR Regulations.

5. The "Relevant Date" for this purpose will be the date when the Board (including any committee thereof) decides to open the Issue for subscription or any other date in accordance with applicable law.

6. In connection with the proposed issue of securities, the Company is required, inter alia, to prepare various documentations and execute various agreements. The Company is yet to identify the investor(s) and decide the type and quantum of securities to be issued to them. Hence, the details of the proposed allottees, percentage of post offer holding pattern of Securities of the Company and other details are not available at this point of time and shall be disclosed by the Company

under the applicable regulations in due course (at appropriate times and modes). Accordingly, it is proposed to authorize the Board (including any committee thereof) to identify the investor(s), issue such number of Securities, negotiate, finalize and execute such documents and agreements as may be required and to do all such acts, deeds and things in this regard for and on behalf of the Company. As the Issue may result in the issue of Securities of the Company to investors who may or may not be members of the Company, consent of the Members is being sought pursuant to Sections 23, 42, 62(1)(c), 179 and other applicable provisions, if any, of the Companies Act, 2013 and any other law for the time being in force and being applicable and in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

7. The Securities to be issued shall be listed with the stock exchanges, where the existing securities of the Company are listed.

8. No single allottee shall be allotted more than 50% of the proposed QIP size and the minimum number of allottees shall not be less than five, in accordance with Chapter VI of the SEBI ICDR Regulations.

9. A minimum of 10% (ten per cent) of the Securities shall be allotted to Mutual Funds and if Mutual Funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion or part thereof, may be allotted to other QIBs.

10. A credit rating agency registered with SEBI will monitor the use of proceeds and submit its report to the Board of Directors and/or any Committee authorised thereof, in the format specified under Schedule XI of SEBI ICDR Regulations on quarterly basis till hundred percent of the proceeds have been utilized.

11. No change in control of the Company or its management of its business is intended or expected pursuant to the Offer.

12. The Securities shall not be eligible to be sold for a period of one year from the date of allotment, except on the recognized Stock Exchanges, or except as may be permitted under the SEBI ICDR Regulations from time to time.

13. The Promoters, Directors and Key Managerial Personnel of the Company shall not be eligible to subscribe to the proposed issue of Securities, except in accordance with the applicable laws.

14. Proposed time within which the allotment shall be completed:

    - The allotment of the Securities shall be completed within a period of 365 days from the date of passing of resolution set out in this Notice.

    - The detailed terms and conditions for the Issue will be determined in consultation with the advisors, lead managers and underwriters and such other authority or authorities as may be required, considering the prevailing market conditions and other regulatory requirements for various types of issues including further public offerings or QIP.

    - The equity shares to be allotted shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and shall rank pari passu in all respects, including entitlement to dividend, with the existing equity shares of the Company, as may be provided under the terms of issue and in accordance with the placement document(s).

    - Pursuant to Section 62 of the Companies Act, 2013 and the SEBI Listing Regulations, whenever it is proposed to increase the subscribed capital of a company by a further issue and allotment of shares, such shares need to be offered to the existing members in the manner laid down in the said section unless the members decide otherwise in a general meeting. Accordingly, the Board recommends passing of the resolution as set out in this Notice for the approval of the members as special resolution.

15. None of the Promoters, Directors, Key Managerial Personnel of the Company and their relatives are deemed to be concerned or interested financially or otherwise in the resolution set out in this Notice, except to the extent of Equity Shares that may be subscribed to by them or by companies / firms / institutions in which they are interested as Director or member or otherwise.

16. Other than through their participation in the Offer as mentioned above, none of the directors or key managerial personnel of the Company or the relatives of the said persons are interested in the said resolution.

By Order of the Board of Directors
For Aditya Infotech Limited

Sd/-
Roshni Tandon
Company Secretary and Compliance Officer
Membership no. A21150

Place: Noida
Date: August 19, 2026