



Astec LifeSciences Ltd.

Date: 2nd June, 2026

To,
BSE Limited
P. J. Towers, Dalal Street, Fort,
Mumbai – 400 001

Ref.: BSE Scrip Code No. “533138”

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051

Ref.: “ASTEC”

Debt Segment NSE:
NCD-ASTEC-ISIN: INE563J08023

Sub.: Postal Ballot Notice – Disclosure under Regulations 30 & 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Regulations 30 & 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation to the outcome of the Meeting of our Board of Directors held on 27th April, 2026 and further approval granted by the Board on 2nd June, 2026, we are enclosing herewith, the Postal Ballot Notice dated 2nd June, 2026 together with Explanatory Statement, seeking approval of Members for the Resolutions as mentioned in the said Postal Ballot Notice.

The Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form, has been electronically sent to Members whose names appear in the Register of Members or List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL) as on **Friday, 29th May, 2026 (“Cut-off date”)** and who have registered their email addresses with the Company or the Registrar & Share Transfer Agent or with the Depositories / Depository Participants, in accordance with the various Circulars issued by Ministry of Corporate Affairs (MCA), including the latest General Circular No. 03/2025 dated 22nd September, 2025 (“MCA Circulars”) and the Circulars issued from time to time by the Securities and Exchange Board of India (“SEBI”) (the “SEBI Circulars”). In terms of the MCA Circulars and SEBI Circulars, the Company is sending the Postal Ballot Notice in electronic form only and hard copies of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes are not being sent to the Members.

The Company has engaged the services of National Securities Depository Limited (“NSDL”) for providing E-voting facility to the Members. The procedure / instructions for e-voting is / are given in the Postal Ballot Notice. The E-voting facility will be available from **Friday 5th June, 2026 from 9.00 a.m. (IST) till Saturday, 4th July, 2026 upto 5.00 p.m. (IST)**. The e-voting module shall be disabled by the NSDL thereafter.

The said Postal Ballot Notice is being made available on the website of the Company, viz., www.godrejastec.com and on the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). It is also being made available on the website of NSDL at the weblink <https://www.evoting.nsdl.com>.



Regd. Office :
“Godrej One”, 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai - 400079,
Maharashtra, India
Telephone No. : 022-25188010
Fax No. : 022-22618289
Email id : astecinfo@godrejastec.com
Website : www.godrejastec.com
CIN : L99999MH1994PLC076236



Astec LifeSciences Ltd.

Members desirous to cast their vote through Postal Ballot physically are requested to take printout of the Postal Ballot Form from any of the abovementioned websites, fill in the details and send the duly signed and completed Postal Ballot Form in original, to the Scrutinizer Mr. Vikas R. Chomal, Practicing Company Secretary at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India, so as to reach him on or before 5.00 p.m. (IST) on Saturday, 4th July, 2026. Postage / courier expenses for sending such physical Postal Ballot Form to the Scrutinizer will be borne by the Members.

The voting results of Postal Ballot will be declared within 2 (two) working days from the close of business hours on Saturday, 4th July, 2026.

Members requiring copy of the Postal Ballot Notice may send an e-mail to astecinvestors@godrejastec.com, from their registered e-mail addresses. Also, in case of any queries, Members may send an e-mail to astecinvestors@godrejastec.com.

Please take the above information on your records.

Thanking you,

Yours faithfully,

For Astec LifeSciences Limited

Tejashree Pradhan
Company Secretary & Compliance Officer
(FCS 7167)

Encl.: As above



Regd. Office :
"Godrej One", 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai - 400079,
Maharashtra, India
Telephone No. : 022-25188010
Fax No. : 022-22618289
Email id : astecinfo@godrejastec.com
Website : www.godrejastec.com
CIN : L99999MH1994PLC076236



ASTEC LIFESCIENCES LIMITED

Corporate Identity Number (CIN): L99999MH1994PLC076236

Registered Office: "Godrej One", 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India

Tel.: +91 22 2518 8010, **Website:** www.godrejastec.com,

E-mail: astecinvestors@godrejastec.com

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE IS HEREBY GIVEN THAT the Resolutions set out below are proposed to be passed by the Members of **ASTEC LIFESCIENCES LIMITED** ("**the Company**") by means of Postal Ballot through electronic voting ("**e-voting**"), pursuant to the applicable provisions of Sections 110, 108 and other applicable provisions of the Companies Act, 2013 ("**the Companies Act**" or "**the Act**"), read with the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the SEBI Listing Regulations**") and Secretarial Standard – 2 on "General Meetings" issued by the Institute of Company Secretaries of India (ICSI), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, read with the Circulars issued from time to time by the Ministry of Corporate Affairs ("**MCA**"), including the General Circular No. 03/2025 dated 22nd September, 2025 (the "**MCA Circulars**") and the Circulars issued from time to time by Securities and Exchange Board of India ("**SEBI**") (the "**SEBI Circulars**"). The Explanatory Statement pursuant to Section 102(1) of the Act, setting out all the material facts relating to the Resolutions mentioned in this Postal Ballot Notice, is enclosed herewith for your consideration.

In compliance with the requirements of the MCA Circulars and the SEBI Circulars referred to above, the Company shall send this Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form by e-mail to all its Members who have registered their e-mail addresses with the Depositories / Depository Participants / Registrar and Share Transfer Agent of the Company and the communication of assent / dissent of the Members shall take place through the e-voting system. The physical Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope shall not be sent to the Members for this Postal Ballot. However, in order to facilitate voting by Members who may not be able to access the e-voting facilities, the Members are also allowed to cast their votes through physical Postal Ballot, as per the instructions contained in this Notice.

In accordance with the provisions of the MCA Circulars and the SEBI Circulars, those Members who have not yet registered their e-mail addresses, are requested to register the same by following the procedure set out in the Notes to this Postal Ballot Notice.

The Board of Directors of the Company has, on Monday, 27th April, 2026 and on Tuesday, 2nd June, 2026, approved the businesses, as set out in this Notice, for approval of the Members of the Company through Postal Ballot. Accordingly, the proposed Resolutions and the Explanatory Statement thereto, along with the Postal Ballot Form are annexed herewith for your consideration and you are requested to record your assent or dissent by way of e-voting facility provided by the Company.

Members may please note that, in accordance with the applicable provisions of Sections 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration)

Rules, 2014 and the Secretarial Standard – 2 on “General Meetings” issued by the Institute of Company Secretaries of India (ICSI), read with Regulation 44 and other applicable provisions of the SEBI Listing Regulations, the Company is pleased to provide its Members, the facility to exercise their right to vote by electronic means through e-voting platform / services provided by National Securities Depository Limited (“NSDL”).

The e-voting facility will be available from 9.00 a.m. (IST) on Friday, 5th June, 2026 upto 5.00 p.m. (IST) on Saturday, 4th July, 2026. The e-voting module shall be disabled by NSDL for voting thereafter. During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date, **Friday, 29th May, 2026**, may cast their vote electronically. Please read carefully and follow the instructions on e-voting as set out in the Notes to this Notice. It may please be noted that failure to cast vote during the e-voting period as stated above shall be construed to mean that no vote has been received from the Member.

The Board of Directors has appointed Mr. Vikas R. Chomal, Practising Company Secretary holding Certificate of Practice No. 12133, to act as the Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner and consent has been received from the Scrutinizer conveying his willingness for the appointment.

The Scrutinizer shall submit report to the Chairperson or to any other Director or to any Key Managerial Personnel as may be authorized by the Chairperson or the Board of Directors, after completion of the e-voting. The results of Postal Ballot by way of e-voting shall be declared **within 2 (two) working days from the close of business hours on Saturday, 4th July, 2026** at the Registered Office of the Company. The declaration / announcement of the results as stated above shall be treated as declaration of results at a duly convened Meeting of the Members as per the provisions of the Companies Act and applicable Rules framed thereunder. The results declared along with the Scrutinizer’s Report shall be placed on the website of the Company, viz., www.godrejastec.com immediately after the results are declared and will simultaneously be communicated to the Stock Exchanges, viz., BSE Limited and the National Stock Exchange of India Limited, where the Equity Shares of the Company are listed and to NSDL. The results shall also be displayed at the Registered Office of the Company.

PROPOSED RESOLUTIONS – SPECIAL BUSINESS:

1) Approval for Appointment of Mr. Vishal Sharma, Additional Director as a “Director (Non-Executive, Non-Independent)” liable to retire by rotation:

To consider and if thought fit, to approve the appointment of Mr. Vishal Sharma [Director Identification Number (DIN): 00085416], Additional Director as a “Director (Non-Executive, Non-Independent)” of the Company, liable to retire by rotation, and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force], Mr. Vishal Sharma [Director Identification Number (DIN): 00085416], who has been appointed as an “Additional Director (Non-Executive, Non-Independent)” by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, pursuant to Section 161 of the Act with effect from close of business hours on 13th April, 2026, be and is hereby appointed as a “Director (Non-Executive, Non-Independent)” of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such step(s), as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

2) Approval for Appointment of Mr. Burjis N. Godrej, Additional Director as a “Director (Non-Executive, Non-Independent)” liable to retire by rotation:

To consider and if thought fit, to approve the appointment of Mr. Burjis N. Godrej [Director Identification Number (DIN): 08183082], Additional Director as a “Director (Non-Executive, Non-Independent)” of the Company, liable to retire by rotation, and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force], Mr. Burjis N. Godrej [Director Identification Number (DIN): 08183082], who has been appointed as an “Additional Director (Non-Executive, Non-Independent)” by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, pursuant to Section 161 of the Act with effect from the close of business hours on 13th April, 2026, be and is hereby appointed as a “Director (Non-Executive, Non-Independent)” of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such step(s), as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

3) Approval for Appointment of Mr. Arijit Mukherjee as a “Director” of the Company:

To consider and if thought fit, to approve the appointment of Mr. Arijit Mukherjee [Director Identification Number (DIN): 07334111] as a “Director” of the Company, and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force], Mr. Arijit Mukherjee [Director Identification Number (DIN): 07334111], who has been appointed as an “Additional Director” by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, pursuant to Section 161 of the Act with effect from 13th April, 2026, be and is hereby appointed as a “Director” and that his appointment shall not be liable to determination by retirement by rotation.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such step(s), as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

4) Approval for Appointment and Remuneration of Mr. Arijit Mukherjee as an "Executive Director" (while continuing to be the "Chief Operating Officer"):

To consider and if thought fit, to approve the appointment and remuneration of Mr. Arijit Mukherjee [Director Identification Number (DIN): 07334111] as an "Executive Director" (while continuing to be the "Chief Operating Officer") of the Company for a term of 3 (three) years with effect from 13th April, 2026 upto 12th April, 2029, and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160, 161, 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force], and pursuant to the resolutions passed by the Nomination and Remuneration Committee and the Board of Directors of the Company at their respective Meetings held on 13th April, 2026, the approval of the Shareholders of the Company be and is hereby accorded for appointment of Mr. Arijit Mukherjee [Director Identification Number (DIN): 07334111], as an "Executive Director" of the Company (while continuing to be the "Chief Operating Officer") for a term of 3 (three) years with effect from 13th April, 2026 upto 12th April, 2029, at such remuneration and on the terms and conditions as stated hereinbelow and also elaborated in the Explanatory Statement annexed to the Notice of Postal Ballot:

Remuneration:

1. **Basic Salary** in the range of Rs.35,00,000/- (Rupees Thirty Five Lakh Only) to Rs. 42,00,000/- (Rupees Forty Two Lakh Only) per annum, payable monthly, with such increment(s) each year, as may be decided by the Nomination and Remuneration Committee and/or the Board of Directors from time to time, taking into account his performance, the Company's performance for the year and other relevant factors;
2. **Allowances, perquisites, benefits, facilities and amenities**, as per the rules of the Company or in such manner as may be approved by the Nomination and Remuneration Committee and/or the Board of Directors, including but not limited to, House Rent Allowance, Supplementary Allowance, Education Allowance, Leave Travel Assistance, payment/reimbursement of food expenses / food vouchers, Company car, car maintenance and petrol reimbursement, in the range of Rs. 1,18,00,000/- (Rupees One Crore Eighteen Lakh Only) to Rs. 1,40,00,000/- (Rupees One Crore Forty Lakh Only) per annum;
3. **Performance Linked Variable Remuneration (PLVR)** shall be paid according to the applicable scheme of the Company for each of the financial year as relevant to the period of appointment or as may be recommended by the Nomination & Remuneration Committee. Target PLVR will be in the range of Rs.30,00,000/- (Rupees Thirty Lakh Only) to Rs.36,00,000/- (Rupees Thirty Six Lakh Only) per annum and will be defined at the start of the Financial Year. However, the actual PLVR payout can be higher or lower than the PLVR base target depending on the key performance indicators comprising a combination of metrics like Consolidated Profit Before Tax, working capital efficiency or any other metric as may be determined by the Board and/or the Nomination and Remuneration Committee in context of that Financial Year.
4. **Company's contribution to retirement benefits** such as Provident Fund, Superannuation Fund, Gratuity Fund and other benefits, facilities and amenities will be in the range of Rs.5,50,000/- (Rupees Five Lakh Fifty Thousand Only) to Rs.7,00,000/- (Rupees Seven Lakh Only) as may be applicable as per the rules of the Company and those of the Fund(s) / Scheme(s) in force from time to time;

5. **Stock Options / Stock Grants entitlement** shall as per the prevailing scheme of the Company in the range of Rs.8,00,000/- (Rupees Eight Lakh Only) to Rs.12,00,000/- (Rupees Twelve Lakh Only) per annum on an annualized basis, as may be granted by the Nomination and Remuneration Committee and/or the Board of Directors from time to time;
6. **Retention Payout or Long Term Incentive (LTI)** in the range of Rs.37,70,000/- (Rupees Thirty Seven Lakh Seventy Thousand Only) to Rs. 45,00,000/- (Rupees Forty Five Lakh Only) in the form of cash and/or stock options under the Company's stock option plan or scheme, either at the end of the tenure of Mr. Arijit Mukherjee as a "Executive Director" or at the end of the tenure of the LTI plan, in the manner and to the extent as may be determined by the Nomination and Remuneration Committee and/or the Board of Directors."
7. **Other Benefits as per the Rules of the Company:**

Other Benefits as per the Rules of the Company shall include the following:

- (a) Company Driver;
- (b) Payment / reimbursement of telephone / mobile phone / internet expenses;
- (c) Entertainment Allowance;
- (d) Group term life insurance cover, Group medical cover;
- (e) Payment / reimbursement of club membership fees;
- (f) Consolidated Privilege Leave and Sick Leave and encashment / accumulation of leave;
- (g) Housing loan and contingency loan."

Any reimbursements of actual expenses connected to business pertaining to entertainment, travel and other privileges, shall be as in force from time to time.

Explanation - Perquisites shall be valued at actual cost, or if the cost is not ascertainable, the same shall be valued as per the applicable Income Tax Rules."

"RESOLVED FURTHER THAT the remuneration as stated hereinabove and also elaborated in the Explanatory Statement be allowed and paid to Mr. Arijit Mukherjee, as "Executive Director & Chief Operating Officer" of the Company, for any Financial Year(s) during the aforesaid tenure, notwithstanding any loss or inadequacy of profit during such Financial Year(s), subject to necessary compliance with the provisions of the Companies Act, 2013 and the Rules framed thereunder [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force]."

"RESOLVED FURTHER THAT the Board of Directors and/or the Nomination and Remuneration Committee be and is hereby authorized to alter and vary the terms and conditions of the said appointment and remuneration of Mr. Arijit Mukherjee as the "Executive Director & Chief Operating Officer" of the Company, at its discretion and as it may deem fit and proper from time to time."

"RESOLVED FURTHER THAT the Board of Directors and/or the Nomination and Remuneration Committee be and is hereby authorized to do all such act(s), deed(s), matter(s) and thing(s) and execute all such document(s), instrument(s) and writing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution and to settle any question, or doubt that may arise in relation thereto, without being required to seek any further consent or approval of the Members to this end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such step(s), as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto."

5) Approval for Appointment of Mr. Mathew Eipe as an “Independent Director” of the Company:

To consider and if thought fit, to approve the appointment of Mr. Mathew Eipe [Director Identification Number (DIN): 00027780] as an “Independent Director” of the Company for a term with effect from 13th April, 2026 upto 6th June, 2027, and if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b) and 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force] for the time being in force, Mr. Mathew Eipe [Director Identification Number (DIN): 00027780], who meets the criteria for Independence as provided in Section 149(6) of the Act read along with the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as an “Independent Director” of the Company not liable to retire by rotation, for a term with effect from 13th April, 2026 upto 6th June, 2027, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such step(s), as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

6) Approval for Related Party Transactions entered into or to be entered into with Godrej Agrovet Limited (Holding Company) during the Financial Year 2026-27, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To consider and if thought fit, to grant approval for Related Party Transactions entered into or to be entered into with Godrej Agrovet Limited (Holding Company) during the Financial Year 2026-27, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pass the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the applicable provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and other applicable provision(s), if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force] and pursuant to the Company’s Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions and the resolutions passed by the Audit Committee and the Board of Directors, approval of the Shareholders of the Company be and is hereby accorded to the Company for Related Party transaction(s) and/or contract(s) and/or arrangement(s), entered into or to be entered into during the **Financial Year 2026-27**, with **Godrej Agrovet Limited (Holding Company)**, beyond the Materiality threshold as provided in Regulation 23(4) of the SEBI Listing Regulations, on such terms and conditions as may mutually be agreed by and between the Company and Godrej Agrovet Limited, subject to such transaction(s) and/or contract(s) and/or arrangement(s) being based on arm’s length basis and entered into in the ordinary course of the Company’s business, upto an aggregate limit of **Rs.300 Crore (Rupees Three Hundred Crore Only)**, whether entered into individually or taken together with previous transaction(s) during the Financial Year 2026-27.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Audit Committee be and is hereby authorized to agree, make, accept and finalize such terms and conditions as may be deemed fit from time to time and to execute all such agreement(s), document(s), instrument(s) and writing(s) and do all such act(s), deed(s), matter(s) and thing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s)/ Authorised Representative(s) of the Company and to settle any question, or doubt that may arise in relation thereto, without being required to seek any further consent or approval of the Shareholders to this end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT all actions taken by the Board or by its Audit Committee or any person authorized as above, in connection with any matter(s) referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

“RESOLVED FURTHER THAT any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such steps, as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

7) Approval for Related Party Transactions entered into or to be entered into with Godrej Industries Limited (Ultimate Holding Company) during the Financial Year 2026-27, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To consider and if thought fit, to grant approval for Related Party Transactions entered into or to be entered into with Godrej Industries Limited (Ultimate Holding Company) during the Financial Year 2026-27, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pass the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the applicable provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and other applicable provision(s), if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force] and pursuant to the Company’s Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions and the resolutions passed by the Audit Committee and the Board of Directors, approval of the Shareholders of the Company be and is hereby accorded to the Company for Related Party transaction(s) and/or contract(s) and/or arrangement(s), entered into or to be entered into during the **Financial Year 2026-27**, with **Godrej Industries Limited (Ultimate Holding Company)**, beyond the Materiality threshold as provided in Regulation 23(4) of the SEBI Listing Regulations, on such terms and conditions as may mutually be agreed by and between the Company and Godrej Industries Limited, subject to such transaction(s) and/or contract(s) and/or arrangement(s) being based on arm’s length basis and entered into in the ordinary course of the Company’s business, upto an aggregate limit of **Rs.105 Crore (Rupees One Hundred and Five Crore Only)**, whether entered into individually or taken together with previous transaction(s) during the Financial Year 2026-27.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Audit Committee be and is hereby authorized to agree, make, accept and finalize such terms and conditions as may be deemed fit from time to time and to execute all such agreement(s), document(s), instrument(s) and writing(s) and do all such act(s), deed(s), matter(s) and thing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s)/ Authorised Representative(s) of the Company and to settle any question, or doubt that may

arise in relation thereto, without being required to seek any further consent or approval of the Shareholders to this end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

“**RESOLVED FURTHER THAT** all actions taken by the Board or by its Audit Committee or any person authorized as above, in connection with any matter(s) referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

“**RESOLVED FURTHER THAT** any Director or the Chief Financial Officer or the Company Secretary of the Company be and are hereby severally authorized to take all such steps, as may be necessary, proper or expedient, to give effect to this resolution and to do all such act(s), deed(s), matter(s) and thing(s) as may be incidental thereto.”

**By the Order of the Board of Directors
For Astec LifeSciences Limited**

Sd/-
Tejashree Pradhan
Company Secretary & Compliance Officer
(FCS 7167)

Mumbai, 2nd June, 2026

Registered Office:
“Godrej One”, 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079, Maharashtra
Tel. No.: 022 – 2518 8010
Website: www.godrejastec.com
E-mail: astecinvestors@godrejastec.com
CIN: L99999MH1994PLC076236

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“**the Act**”) setting out all material facts relating to the Resolutions mentioned in this Postal Ballot Notice is attached.
2. This Notice is being electronically sent to all the Members whose names appear in the Register of Members / List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (“**CDSL**”) as on **Friday, 29th May, 2026** and who have registered their e-mail addresses with the Depositories / Depository Participants / Registrar and Share Transfer Agent. It is however, clarified that all the persons who are Members of the Company as on **Friday, 29th May, 2026**, including those Members who may not have received this Notice due to non-registration of their e-mail address with the Depositories / Depository Participants / Registrar and Share Transfer Agent, shall also be entitled to vote in relation to the Resolutions specified in this Notice.
3. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of Member / Beneficial Owner as on **Friday, 29th May, 2026**. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the Cut-off date, i.e., **Friday, 29th May, 2026**. A person who is not a Member as on the Cut-off date shall consider this Notice for information purpose only.

4. In compliance with the provisions of Sections 108 and 110 of the Act and the Rules framed thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the SEBI Listing Regulations**”) and the relevant Circulars issued by the Ministry of Corporate Affairs (“**the MCA Circulars**”), the Company is pleased to provide its Members the facility to exercise their right to vote electronically on the Postal Ballot through the Electronic Voting (e-voting) Services provided by National Securities Depository Limited (“**NSDL**”). The instructions for electronic voting are annexed to this Notice.
5. Members have option to vote either through e-voting or through physical Postal Ballot Form. If a Member has opted for e-voting, then he/she/they should not vote by physical Postal Ballot also and vice-versa. However, in case Members cast their vote both via physical Postal Ballot and e-voting, then voting done through electronic means shall prevail and voting done by physical Postal Ballot shall be treated as INVALID.
6. E-voting facility will be available **from 9.00 a.m. (IST) on Friday, 5th June, 2026 upto 5.00 p.m. (IST) on Saturday, 4th July, 2026**. The e-voting module shall be disabled by NSDL for voting after the abovementioned time. Members are requested to refer to instructions for e-voting, appended to this Notice.
7. During the e-voting period, Members can login to NSDL’s e-voting platform any number of times till they have voted on the Resolutions. Once the vote on the Resolutions is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
8. Resolutions passed by the Members through Postal Ballot shall be deemed to have been passed effectively at a duly convened General Meeting of the Members.
9. In case any Member opts to vote physically, such Member is requested to read carefully the instructions given in the Postal Ballot Form. Such Member can take printout of the Postal Ballot Form attached to this Notice of Postal Ballot or may also download and print it from the Company’s website, viz., www.godrejastec.com and return the same in original, duly completed in all respects and signed, so as to physically reach the Scrutinizer at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India, on or before **5.00 p.m. (IST) on Saturday, 4th July, 2026**, failing which, it will be strictly construed as if no reply has been received from the Member. The Company shall not be, in any way, responsible for late / non-delivery of Postal Ballot Form on account of restrictions due to any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / courier expenses for sending such physical Postal Ballot Form to the Scrutinizer shall be borne by the Members.
10. Please note that the Postal Ballot Form shall be considered as invalid if: (i) the form other than the one annexed to this Postal Ballot Notice has been used; and/or (ii) it has not been signed by or on behalf of the Member; and/or (iii) signature on the Postal Ballot Form does not match with the specimen signatures registered with the Company; and/or (iv) it is not possible to determine without any doubt, the assent or dissent of the Member; and/or (v) neither assent nor dissent is mentioned; and/or (vi) any competent authority has given directions in writing to the Company to freeze the voting rights of the Member; and/or (vii) the Postal Ballot Form is received after the last date and time prescribed; and/or (viii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/or (ix) the Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority; and/or (x) the Member has made any amendment to the Resolution(s) set-out herein or imposed any condition while exercising his vote; and/or (xi) the Member has also voted through e-voting. The Scrutinizer’s decision on the validity of a Postal Ballot Form shall be final and binding.

DISPATCH OF POSTAL BALLOT NOTICE THROUGH E-MAIL AND REGISTRATION OF E-MAIL IDS:

11. In accordance with Section 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars, physical copies of the Postal Ballot Notice will not be circulated, and the Company will also not be under any obligation to provide physical copies upon specific request of any Member(s).

The Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depository(ies) / Depository Participant(s), as on **Friday, 29th May, 2026** and who have registered their e-mail addresses with the Company or with the Depositories / Depository Participants.

Therefore, Members are requested and encouraged to register / update their email addresses, with their Depository Participant (in case of Shares held in dematerialized form) or with Bigshare Services Private Limited ("**Bigshare**"), our Registrar and Share Transfer Agent ("RTA") (in case of Shares held in physical form).

12. Members holding shares in physical mode and who have not registered / updated their e-mail addresses are requested to update their e-mail addresses with the Registrar and Transfer Agents of the Company, viz., Bigshare in prescribed Form ISR-1 and other forms pursuant to Circular issued by the Securities and Exchange Board of India (SEBI), bearing No. SEBI/HO/ MIRSD /MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021. The formats of the forms are available on the Company's website at www.godrejastec.com and on the website of the Bigshare at www.bigshareonline.com. Members holding shares in dematerialized mode are requested to register / update their e-mail addresses with the relevant Depository Participant(s). The Company and RTA will co-ordinate with NSDL and provide the login credentials to the abovementioned Members, subject to receipt of the required documents and information from the Members. The Postal Ballot Notice is also being uploaded on the website of the Company www.godrejastec.com and on the websites of the Stock Exchanges at BSE Limited (www.bseindia.com) and the National Stock Exchange of India Limited (www.nseindia.com).
13. The results of voting on the Resolutions will be declared **within 2 (two) working days from the close of business hours on Saturday, 4th July, 2026** and will be displayed at the Registered Office of the Company and on the website of the Company (www.godrejastec.com), besides being communicated to the concerned Stock Exchanges and NSDL.

14. INSTRUCTIONS FOR VOTING:

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of two steps which are mentioned below:

STEP 1: ACCESS TO NSDL E-VOTING SYSTEM:

A) Login method for e-Voting for Individual Shareholders holding securities in Demat mode:

In terms of Circular dated 9th December, 2020 issued by the Securities and Exchange Board of India (SEBI) on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their Demat accounts in order to access e-Voting facility.

Login method for **Individual Shareholders** holding securities in Demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL, viz., https://eservices.nsd.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 e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 16-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 e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 e-voting is in progress as per the information provided by Company. On clicking the e-voting 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 are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in Demat mode) login through their Depository Participants</p>	<p>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's 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 e-Voting period.</p>

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.co.in or call at 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending 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 e-services, 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 139556, then user ID is 139556001***

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 e-mail ID. Trace the e-mail 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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address, etc.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

STEP 2: CAST YOUR VOTE ELECTRONICALLY ON NSDL E-VOTING SYSTEM:

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle exists.
2. Select "EVEN" of the Company for which you wish to cast your vote during the e-Voting period. In the present case, EVEN is 139556 for Postal Ballot of Astec LifeSciences Limited.
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 a 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 csvrca@gmail.com with a copy marked to astecinvestors@godrejastec.com and evoting@nsdl.co.in. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Authority / 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 on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL IDS FOR E-VOTING ON THE RESOLUTIONS SET OUT IN THIS POSTAL BALLOT 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 e-mail to Bigshare on its website (at www.bigshareonline.com).
2. In case shares are held in demat mode, please provide DPID-CLID [16 digit DPID + CLID (For NSDL Demat Account) or 16 digit beneficiary ID (For CDSL Demat Account), 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 Bigshare on its website at www.bigshareonline.com. If you are an Individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A), i.e., Login method for e-Voting for Individual Shareholders holding securities in demat mode.
3. Alternatively, Members may send a request to evoting@nsdl.co.in for procuring User ID and password for e-voting by providing above mentioned documents.

4. In terms of the Circular dated 9th December, 2020 issued by the Securities and Exchange Board of India (SEBI) 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 E-mail ID correctly in their demat account in order to access e-Voting facility.
15. The last date for the receipt of duly completed Postal Ballot Forms and e-voting (i.e., **Saturday, 4th July, 2026 – 5.00 p.m. IST**) shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.
16. The relevant documents referred to in this Postal Ballot Notice are available for inspection by the Members. The request for inspection may please be sent on astecinvestors@godrejastec.com along with the Folio No. / DP ID and Client ID.
17. A Shareholder need not cast all his/her votes for the Resolutions, nor does he/she require to cast all the votes in the same manner (i.e., either “For” or “Against”).
18. The Scrutinizer’s decision on the validity of the Postal Ballot shall be final.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out all the material facts relating to the Special Businesses mentioned in this Postal Ballot Notice is given below:

ORDINARY RESOLUTION UNDER ITEM NO. 1:

APPROVAL FOR APPOINTMENT OF MR. VISHAL SHARMA, ADDITIONAL DIRECTOR AS A “DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT)” LIABLE TO RETIRE BY ROTATION:

Based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Sections 149, 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), the Board of Directors has appointed Mr. Vishal Sharma [Director Identification Number (DIN): 00085416], as:

- a. “Additional Director (Non-Executive, Non-Independent)” of the Company with effect from the close of business hours on 13th April, 2026; and
- b. “Chairperson” of the Board of Directors with effect from the close of business hours on 13th April, 2026.

Pursuant to the provisions of Regulation 17(1C) of the SEBI Listing Regulations, the appointment of Mr. Vishal Sharma as “Director (Non-Executive, Non-Independent)” requires approval of the Shareholders at the next general meeting or within a period of 3 (three) months from the date of appointment, whichever is earlier.

Therefore, approval of the Shareholders pursuant to the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI Listing Regulations is sought for the appointment of Mr. Vishal Sharma as a “Director (Non-Executive, Non-Independent)” of the Company, liable to retire by rotation, through this Postal Ballot.

The Company has received a declaration from Mr. Vishal Sharma confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and that no order of Securities and Exchange Board of India (SEBI) or any other such authority has been passed against him debarring him from accessing the capital markets and restraining him from holding the position of a Director in any listed company.

A brief profile / resume of Mr. Vishal Sharma as required in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards – 2 on “General Meetings” (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided elsewhere in this Notice.

As per the skills matrix of Mr. Vishal Sharma, he possesses expertise / skills in the following areas:

- Strategy and Business
- Industry Expertise
- Market Expertise
- People and Talent Understanding
- Governance, Finance & Risk

The Board is of the view that his vast knowledge, rich experience and expertise would be beneficial to the operations and growth of the Company.

The terms and conditions of appointment of Mr. Vishal Sharma will be available on request at astecinvestors@godrejastec.com till the conclusion of the Postal Ballot, without any fee. Mr. Vishal Sharma is not related to any Director on the Board of the Company.

Except Mr. Vishal Sharma and his relatives, none of the other Directors or Key Managerial Personnel or their relatives are in any way, whether financially or otherwise, concerned or interested in the Resolution as set out in Item No. 1.

The Board, therefore, recommends the **Ordinary Resolution** set forth in **Item No. 1** for approval of the Shareholders.

ORDINARY RESOLUTION UNDER ITEM NO. 2:

APPROVAL FOR APPOINTMENT OF MR. BURJIS N. GODREJ, ADDITIONAL DIRECTOR AS A “DIRECTOR (NON-EXECUTIVE, NON-INDEPENDENT)” LIABLE TO RETIRE BY ROTATION:

Mr. Burjis N. Godrej [Director Identification Number (DIN): 08183082], who was earlier appointed as the “Managing Director” of the Company [for a term of 5 (five) years with effect from 1st April, 2025 upto 31st March, 2030], decided to step down from his executive role with effect from 13th April, 2026, due to his deeper and broader involvement in Godrej Agrovet Limited, the parent company. He further expressed his willingness to continue on the Board of the Company as a “Non-Executive Director”.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Mr. Burjis N. Godrej, as an “Additional Director (Non-Executive, Non-Independent)” pursuant to Section 161 of the Companies Act, 2013, with effect from the close of business hours on 13th April, 2026.

Pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the appointment of Mr. Burjis N. Godrej as a “Director (Non-Executive, Non-Independent)” requires approval of the Shareholders at the next general meeting or within a period of 3 (three) months from the date of appointment, whichever is earlier.

Therefore, approval of the Shareholders pursuant to the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI Listing Regulations is sought for the appointment of Mr. Burjis N. Godrej as a “Non-Executive, Non-Independent Director” of the Company, liable to retire by rotation, through this Postal Ballot.

The Company has received a declaration from Mr. Burjis N. Godrej confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and that no order of Securities and Exchange Board of India (SEBI) or any other such authority has been passed against him debarring him from accessing the capital markets and restraining him from holding the position of a Director in any listed company.

A brief profile / resume of Mr. Burjis N. Godrej as required in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards – 2 on “General Meetings” (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided elsewhere in this Notice.

As per the skills matrix of Mr. Burjis N. Godrej, he possesses expertise / skills in the following areas:

- Strategy and Business
- Industry Expertise
- Market Expertise
- Technology Perspective

- Governance, Finance & Risk

The Board is of the view that his vast knowledge, rich experience and expertise would be beneficial to the operations and growth of the Company.

The terms and conditions of appointment of Mr. Burjis N. Godrej will be available on request at astecinvestors@godrejastec.com till the conclusion of the Postal Ballot, without any fee. Mr. Burjis N. Godrej is not related to any Director on the Board of the Company.

Except Mr. Burjis N. Godrej and his relatives, none of the other Directors or Key Managerial Personnel or their relatives are in any way, whether financially or otherwise, concerned or interested in the Resolution as set out in Item No. 2.

The Board, therefore, recommends the **Ordinary Resolution** set forth in **Item No. 2** for approval of the Shareholders.

ORDINARY RESOLUTION UNDER ITEM NO. 3 & SPECIAL RESOLUTION UNDER ITEM NO. 4:

ITEM NO.3: APPROVAL FOR APPOINTMENT OF MR. ARIJIT MUKHERJEE AS A “DIRECTOR” OF THE COMPANY:

ITEM NO.4: APPROVAL FOR APPOINTMENT AND REMUNERATION OF MR. ARIJIT MUKHERJEE AS AN “EXECUTIVE DIRECTOR” (WHILE CONTINUING TO BE THE “CHIEF OPERATING OFFICER”):

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its Meeting held on 13th April, 2026, approved the appointment of Mr. Arijit Mukherjee [Director Identification Number (DIN): 07334111] as an “Executive Director” of the Company for a term of 3 (three) years with effect from 13th April, 2026 upto 12th April, 2029, while continuing in his existing role as the “Chief Operating Officer” of the Company, subject to approval of the Members.

Mr. Arijit Mukherjee has been associated with the Company in a leadership capacity and has played a significant role in strengthening its operational, strategic and business functions. Considering his extensive experience, leadership skills, industry knowledge and valuable contribution towards the growth and performance of the Company, the Nomination and Remuneration Committee and the Board of Directors are of the opinion that his appointment as an “Executive Director” (while continuing to be the “Chief Operating Officer”) would be in the best interests of the Company.

Pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the appointment of Mr. Arijit Mukherjee as an “Executive Director” (while continuing to be the “Chief Operating Officer”) requires approval of the Shareholders at the next general meeting or within a period of 3 (three) months from the date of appointment, whichever is earlier.

Therefore, approval of the Shareholders is sought by way of:

- a. Ordinary Resolution at Item No. 3 for the appointment of Mr. Arijit Mukherjee as a “Director” of the Company, not liable to retire by rotation;
- b. Special Resolution at Item No. 4 for appointment and remuneration of Mr. Arijit Mukherjee as an “Executive Director” of the Company for a term of 3 (three) years with effect from 13th April, 2026 upto 12th April, 2029,

in accordance with the provisions of Sections 149, 152, 160, 161, 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17(1C) and other applicable provisions of the SEBI Listing Regulations [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force].

The Company has received the requisite consent, disclosure(s) and declaration(s) from Mr. Arijit Mukherjee as required under the provisions of the Companies Act, 2013 and the SEBI Listing Regulations and also declaration confirming that he is not disqualified from continuing as a Director in terms of Section 164 of the Act and that no order of Securities and Exchange Board of India (SEBI) or any other such authority has been passed against Mr. Arijit Mukherjee debarring him from accessing the capital markets or restraining him from holding the position of Director in any listed company.

As per the skills matrix of Mr. Arijit Mukherjee, he possesses expertise / skills in the following areas:

- Strategy and Business
- Industry Expertise
- Market Expertise
- Technology Perspective
- Governance, Finance & Risk

The brief profile of Mr. Arijit Mukherjee in terms of Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided elsewhere in this Notice.

His profile is summarized below and his proposed remuneration and terms and conditions of appointment are provided hereunder:

Brief Profile of Mr. Arijit Mukherjee:

Mr. Arijit Mukherjee has been the “Chief Operating Officer” of the Company. Mr. Arijit Mukherjee has vast experience of over 20 years in the Agri Inputs business and had been associated with Godrej Agrovet Limited, Holding Company, since 2005. He has acquired rich knowledge and expertise in the field of Agri Inputs, starting with Sales and then moving to Marketing operation of Agri Input Business of Godrej Agrovet Limited. After that he has been working as Chief Operating Officer for Astec LifeSciences Limited from 2016, responsible for manufacturing and B2B /CDMO of technical in domestic as well as export market. His functional areas of expertise include defining product strategy through core positioning and strategic partnership, developing marketing strategy and customer/channel management strategies and leading a cross functional team to achieve revenue and profitability target.

Term:

Period of 3 (three) years w.e.f. 13th April, 2026 upto 12th April, 2029.

Nature of Duties:

Mr. Arijit Mukherjee shall carry out such functions, exercise such powers and perform such duties as may be entrusted to him by the Board of Directors from time to time.

Remuneration:

1. **Basic Salary** in the range of Rs.35,00,000/- (Rupees Thirty Five Lakh Only) to Rs. 42,00,000/- (Rupees Forty Two Lakh Only) per annum, payable monthly, with such increment(s) each year, as may be decided by the Nomination and Remuneration Committee and/or the Board of

Directors from time to time, taking into account his performance, the Company's performance for the year and other relevant factors;

2. **Allowances, perquisites, benefits, facilities and amenities**, as per the rules of the Company or in such manner as may be approved by the Nomination and Remuneration Committee and/or the Board of Directors, including but not limited to, House Rent Allowance, Supplementary Allowance, Education Allowance, Leave Travel Assistance, payment/reimbursement of food expenses / food vouchers, Company car, car maintenance and petrol reimbursement, in the range of Rs. 1,18,00,000/- (Rupees One Crore Eighteen Lakh Only) to Rs. 1,40,00,000/- (Rupees One Crore Forty Lakh Only) per annum;
3. **Performance Linked Variable Remuneration (PLVR)** shall be paid according to the applicable scheme of the Company for each of the financial year as relevant to the period of appointment or as may be recommended by the Nomination & Remuneration Committee. Target PLVR will be in the range of Rs.30,00,000/- (Rupees Thirty Lakh Only) to Rs.36,00,000/- (Rupees Thirty Six Lakh Only) per annum and will be defined at the start of the Financial Year. However, the actual PLVR payout can be higher or lower than the PLVR base target depending on the key performance indicators comprising a combination of metrics like Consolidated Profit Before Tax, working capital efficiency or any other metric as may be determined by the Board and/or the Nomination and Remuneration Committee in context of that Financial Year.
4. **Company's contribution to retirement benefits** such as Provident Fund, Superannuation Fund, Gratuity Fund and other benefits, facilities and amenities will be in the range of Rs.5,50,000/- (Rupees Five Lakh Fifty Thousand Only) to Rs.7,00,000/- (Rupees Seven Lakh Only) as may be applicable as per the rules of the Company and those of the Fund(s) / Scheme(s) in force from time to time;
5. **Stock Options / Stock Grants entitlement** shall as per the prevailing scheme of the Company in the range of Rs.8,00,000/- (Rupees Eight Lakh Only) to Rs.12,00,000/- (Rupees Twelve Lakh Only) per annum on an annualized basis, as may be granted by the Nomination and Remuneration Committee and/or the Board of Directors from time to time;
6. **Retention Payout or Long Term Incentive (LTI)** in the range of Rs.37,70,000/- (Rupees Thirty Seven Lakh Seventy Thousand Only) to Rs. 45,00,000/- (Rupees Forty Five Lakh Only) in the form of cash and/or stock options under the Company's stock option plan or scheme, either at the end of the tenure of Mr. Arijit Mukherjee as a "Executive Director" or at the end of the tenure of the LTI plan, in the manner and to the extent as may be determined by the Nomination and Remuneration Committee and/or the Board of Directors.
7. **Other Benefits as per the Rules of the Company:**

Other Benefits as per the Rules of the Company shall include the following:

- (a) Company Driver;
- (b) Payment / reimbursement of telephone / mobile phone / internet expenses;
- (c) Entertainment Allowance;
- (d) Group term life insurance cover, Group medical cover;
- (e) Payment / reimbursement of club membership fees;
- (f) Consolidated Privilege Leave and Sick Leave and encashment / accumulation of leave;
- (g) Housing loan and contingency loan.

Any reimbursements of actual expenses connected to business pertaining to entertainment, travel and other privileges, shall be as in force from time to time.

Explanation - Perquisites shall be valued at actual cost, or if the cost is not ascertainable, the same shall be valued as per the applicable Income Tax Rules.

Mr. Arijit Mukherjee shall not be paid any sitting fees for attending Meetings of the Board of Directors or any Committee thereof.

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year(s) during the tenure of Mr. Arijit Mukherjee as the "Executive Director & Chief Operating Officer", the Company has no profits or its profits are inadequate, the Company may pay remuneration by way of salary, perquisites, allowances, incentives and other benefits as stated above to Mr. Arijit Mukherjee, subject to compliance with the applicable provisions of Schedule V and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder.

Other Terms and Conditions of Appointment:

- In terms of the Articles of Association of the Company, Mr. Arijit Mukherjee shall not be liable to retire by rotation during his tenure as an Executive Director.
- The terms and conditions of appointment and remuneration may be altered and varied from time to time by the Board of Directors and/or the Nomination and Remuneration Committee, subject to compliance with the applicable provisions of the Companies Act, 2013 and the Rules framed thereunder.
- Mr. Arijit Mukherjee shall not become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.
- His employment may be terminated by the Company without notice or payment in lieu thereof in the event of gross negligence, misconduct, material breach of duties or loss of confidence by the Board of Directors.
- The appointment may be terminated by either party by giving 3 (three) months' notice in writing or payment of 3 (three) months' basic salary in lieu thereof or as may be decided by the Nomination and Remuneration Committee and/or the Board of Directors;
- The terms and conditions of appointment shall also include adherence to the Code of Conduct for the Board of Directors and Senior Management Personnel and other applicable policies of the Company.

The draft agreement to be executed with Mr. Arijit Mukherjee, setting out the terms and conditions of appointment, shall be available for inspection by the Members electronically. Members seeking to inspect the same can send a request e-mail to on astecinvestors@godrejastec.com.

Mr. Arijit Mukherjee is not related to any Director on the Board of the Company.

Except Mr. Arijit Mukherjee and his relatives, none of the other Directors or Key Managerial Personnel or their relatives are in any way, whether financially or otherwise, concerned or interested in the Resolutions at Item Nos. 3 and 4.

The Board of Directors recommends the **Ordinary Resolution at Item No. 3 & Special Resolution at Item No. 4** in the Postal Ballot Notice for approval of the Shareholders.

The statement containing information as required under Section II of Part II of Schedule V to the Companies Act, 2013 forms part of the Notice.

SPECIAL RESOLUTION UNDER ITEM NO. 5:

APPROVAL FOR APPOINTMENT OF MR. MATHEW EIPE AS AN “INDEPENDENT DIRECTOR” OF THE COMPANY:

In accordance with the provisions of Section 149 and pursuant to Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the Company is required to have at least half of the total number of Directors on the Board by way of “Independent Directors” who shall not be liable to retire by rotation.

Therefore, based on the recommendation made by the Nomination and Remuneration Committee, in accordance with the provisions of Sections 149, 150, 152, 160 and 161 and other applicable provisions read with Schedule IV of the Companies Act, 2013 and the Rules framed thereunder and pursuant to Regulation 17(1) of the SEBI Listing Regulations, the Board of Directors at its Meeting held on 13th April, 2026, has granted approval for the appointment of Mr. Mathew Eipe [Director Identification Number (DIN): 00027780] as an “Additional Director (Non-Executive, Independent)” of the Company for a term with effect from 13th April, 2026 upto 6th June, 2027, subject to approval of the Shareholders of the Company by way of a Special Resolution.

Further, pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the appointment of Mr. Mathew Eipe as a “Director (Non-Executive, Independent)” requires approval of the Shareholders at the next general meeting or within a period of 3 (three) months from the date of appointment, whichever is earlier.

Therefore, approval of the Shareholders pursuant to the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI Listing Regulations is sought for the appointment of Mr. Mathew Eipe as a “Non-Executive, Independent Director” of the Company, liable to retire by rotation, through this Postal Ballot.

The Company has received the consent and confirmation from Mr. Mathew Eipe as required under the provisions of Section 149(6) Companies Act, 2013 and the Rules framed thereunder as well as Regulation 16(1)(b) of the SEBI Listing Regulations and also a declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and that no order of Securities and Exchange Board of India (SEBI) or any other such authority has been passed against Mr. Mathew Eipe debarring him from accessing the capital markets and restraining him from holding the position of a Director in any listed company. He has also confirmed that he satisfies the requirements for being considered as an Independent Director under the Act and the SEBI Listing Regulations.

In the opinion of the Nomination and Remuneration Committee and the Board of Directors, Mr. Mathew Eipe fulfils the criteria of Independence as specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations, as amended from time to time.

A brief profile / resume of Mr. Mathew Eipe as required in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 on “General Meetings” (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided elsewhere in this Notice.

As per the skills matrix of Mr. Mathew Eipe, he possesses expertise / skills in the following areas:

- Strategy and Business
- Industry Expertise
- Market Expertise
- People & Talent Understanding

- Governance, Finance & Risk

The terms and conditions of his appointment will be available on request at astecinvestors@godrejastec.com till the conclusion of the Postal Ballot, without any fee.

Mr. Mathew Eipe is not related to any Director on the Board of the Company.

Except Mr. Mathew Eipe and his relatives, none of the other Directors or Key Managerial Personnel or their relatives are in any way, whether financially or otherwise, concerned or interested in the Resolution as set out in Item No. 5.

The Board based on the recommendation of the Nomination and Remuneration Committee, commends the **Special Resolution** set forth in **Item No. 5** for approval of the Shareholders.

ORDINARY RESOLUTION UNDER ITEM NO. 6:

APPROVAL FOR RELATED PARTY TRANSACTIONS ENTERED INTO OR TO BE ENTERED INTO WITH GODREJ AGROVET LIMITED (HOLDING COMPANY) DURING THE FINANCIAL YEAR 2026-27, BEYOND THE MATERIALITY THRESHOLD AS PROVIDED IN REGULATION 23(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

The provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) mandate the prior approval of Members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as determined by the Audit Committee, even if such transactions are in the ordinary course of business of the concerned company and are struck on arm’s length basis. Further, a transaction with a related party shall be considered as material if the value of the transaction(s) entered into / to be entered into, either individually or taken together with previous transaction(s) during a financial year, whether directly and/or through its subsidiary(ies) with a related party, exceed(s) Rs.1,000 Crore, or 10% of the annual consolidated turnover of the listed entity, as per the last audited financial statements of the listed entity, whichever is lower.

The Consolidated Turnover of the Company as per the Audited Financial Results for the Financial Year 2025-26 is Rs.45,321.65 Lakh.

The amended Regulation 2(1)(zc) of the SEBI Listing Regulations has also widened the definition of “related party transaction” to include, *inter alia*, a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on the one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Astec LifeSciences Limited (“the Company”) specializes in manufacturing agrochemical active ingredients (technical), bulk formulations and intermediate products, maintaining a balanced sales mix of both exports and domestic sales. The Company has also developed capabilities and infrastructure which enables it to undertake contract development and manufacturing services for a diverse range of agrochemicals, catering to the needs of global innovators in the sector.

Godrej Agrovet Limited, Holding Company of the Company, is a food and agri conglomerate, dedicated to improving the productivity of Indian farmers by innovating products and services that sustainably increase crop and livestock yields. The Crop Care Business of Godrej Agrovet Limited has a wide range of products that cater to the entire crop lifecycle and its product portfolio includes plant growth regulators, organic manures and crop protection chemicals.

Thus, the businesses of the two companies draw synergies from each other in operations and share common operating space and resources. Therefore, the Company has entered into and proposes to enter into certain Related Party transaction(s) with Godrej Agrovet Limited (Holding Company), on an arm's length basis and in the ordinary course of its business, during the Financial Year 2026-27, on mutually agreed terms and conditions, based on considerations of various business exigencies, such as synergy in operations and the Company's long term strategy, in the best interest of the Company.

The proposed sale and purchase transactions are expected to enhance capacity utilisation of the Company's existing facilities, thereby improving operational efficiency and contributing to higher profitability, which is in the overall interest of the Company and its Shareholders. The proposed loan(s) and/or Inter-Corporate Deposit(s) arrangements enable the Company to leverage group strength for efficient liquidity and treasury management, ensuring optimal deployment of surplus funds and/or access to cost-effective funding.

The transactions contemplated shall not be prejudicial for the Shareholders. The transactions have been reviewed and approved by the Audit Committee comprising of Independent Directors, supported by internal evaluation.

The proposed transactions shall be undertaken in the ordinary course of business and on an arm's length basis. The pricing and other commercial terms have been benchmarked against comparable third-party transactions and are aligned with prevailing market practices. For transactions in the nature of loan(s) / deposit(s) / advance(s) / guarantee(s), the interest payable shall be in compliance with the applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, as may mutually be agreed and the terms are comparable to market benchmarks, ensuring that the Company benefits from competitive borrowing costs while maintaining financial flexibility. These transactions support efficient capital management and are in the overall interest of the Company.

Accordingly, the transactions are considered to be fair, reasonable and in the best interest of the Company and its Shareholders.

The aggregate of such transaction(s) is likely to exceed the applicable materiality thresholds as provided in Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangement(s) / transaction(s) / contract(s) proposed to be undertaken by the Company with Godrej Agrovet Limited during the Financial Year 2026-27, whose value may be beyond the materiality threshold as provided in Regulation 23 of the SEBI Listing Regulations, considering that the transactions shall be in the best interest of the Company.

The Audit Committee has, on the basis of a thorough scrutiny of relevant details / documents provided by the Management and also based on the mandatory disclosure which is required to be made to the Audit Committee in accordance with the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions", reviewed and approved the said transaction(s), and recommended the same to the Board of Directors, subject to approval of the Members, while noting that such transaction(s) shall be on arms' length basis and in the ordinary course of business of the Company. The Board, therefore, seeks approval of the Shareholders for the said transactions.

The mandatory disclosure which is required to be made to the Shareholders in accordance with the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" is annexed to this Notice.

Information required under Regulation 23 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 is provided as follows:

Particulars of Material Related Party Transaction(s) (“RPTs”) to be entered between Astec LifeSciences Limited (“the Company”) and Godrej Agrovet Limited (“Holding Company”):

Sr. No.	Particulars	Details
1.	Name of the Related Party and its Relationship with the Listed Entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Godrej Agrovet Limited (“GAVL”) GAVL is the Holding Company of Astec LifeSciences Limited (“the Company”) and directly holds 67.03% of the total number of Issued, Subscribed and Paid-up Equity Share Capital of the Company.
2.	Type, Material Terms and Particulars of the Transaction(s)	a) Sale of Goods / Materials / Rendering of Services b) Purchase of Goods / Materials / Availing of Services c) Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property d) Reimbursement of Expenses charged to / by the Related Party / Shared Services e) Inter-Corporate Deposits taken (including Interest expense)
3.	Tenure of the Transaction(s)	Financial Year 2026-27
4.	Value of the Transaction(s)	Rs.300 Crore (Rupees Three Hundred Crore Only)
5.	Percentage of the Listed Entity’s Annual Consolidated Turnover, for the immediately preceding financial year, that is represented by the value of the proposed Transaction	66.19% of Annual Consolidated Turnover of the Company for Financial Year 2025-26 (Annual Consolidated Turnover of the Company for the Financial Year 2025-26 was Rs.45,321.65 Lakh.)
6.	If the Transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Listed Entity or its Subsidiary:	The Company may avail of loan(s), deposit(s), advance(s) and/or guarantee(s) from Godrej Agrovet Limited (Holding Company) within the overall ceiling of Rs.300 Crore (Rupees Three Hundred Crore Only), according to business exigencies, which shall be availed on arm’s length basis and as and when necessary and in compliance with the requirements of the Companies Act, 2013 and the SEBI Listing Regulations.
	(i) Details of the source of funds in connection with the proposed Transaction	Proceeds from the Company’s business operations / activities

	(ii)	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: <ul style="list-style-type: none"> • Nature of Indebtedness • Cost of funds • Tenure 	Not Applicable
	(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Inter-corporate loans or deposits availed shall carry interest at rates not less than that applicable on Government security of different tenures and shall be unsecured. The terms are comparable to market benchmarks, ensuring that the Company benefits from competitive borrowing costs while maintaining financial flexibility. These transactions support efficient capital management and are in the overall interest of the Company.
	(iv)	Purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	The inter-corporate loans or deposits availed from Godrej Agrovet Limited, Holding Company shall be used for general corporate purposes by the Company.
7.	Justification as to why the RPTs are in the interest of the Listed Entity		<p>The RPTs are / will be on arm's length basis and in the ordinary course of the Company's business, based on considerations of various business exigencies, such as synergy in operations, expertise and resources of the Holding Company and the Company's long-term strategy.</p> <p>The proposed sale and purchase transactions are expected to enhance capacity utilisation of the Company's existing facilities, thereby improving operational efficiency and contributing to higher profitability, which is expected to be in the overall interest of the Company.</p> <p>The proposed loan(s) and/or Inter-Corporate Deposit(s) arrangements enable the Company to leverage group strength for efficient liquidity and treasury management, ensuring optimal deployment of surplus funds and/or access to cost-effective funding.</p> <p>The Audit Committee and the Board of Directors have expressed the view that the RPTs shall be in the best interest of the Company.</p>
8.	Any valuation or other external report relied upon by the Listed Entity in relation to the Transactions		The proposed transactions shall be undertaken in the ordinary course of business and on an arm's length basis. The pricing and other commercial terms have been benchmarked against

		<p>comparable third-party transactions and are aligned with prevailing market practices. The price / consideration for the transactions will be determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms at the time of execution of the transactions, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.</p> <p>For transactions in the nature of loan(s) / deposit(s) / advance(s) / guarantee(s), the interest payable shall be in compliance with the applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, as may mutually be agreed. The terms are comparable to market benchmarks, ensuring that the Company benefits from competitive borrowing costs while maintaining financial flexibility. These transactions support efficient capital management and are in the overall interest of the Company.</p> <p>Accordingly, the transactions are considered to be fair, reasonable and in the best interest of the Company and its Shareholders.</p>
9.	Percentage of the Counter-Party's Annual Consolidated Turnover that is represented by the value of the proposed RPT on a voluntary basis	2.93% of Annual Consolidated Turnover of Godrej Agrovet Limited, the Holding Company for the Financial Year 2025-26.
10.	Any other information that may be relevant	<p>All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.</p> <p>The mandatory disclosure in accordance with Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" is annexed to this Notice.</p>

The Board of Directors is of the opinion that the aforesaid proposal is in the best interest of the Company and therefore, based on the unanimous approval of Independent Directors who are part of the Audit Committee (comprising of majority of Independent Directors), recommends the **Ordinary Resolution** set forth in **Item No. 6** for approval of the Shareholders.

None of the other Directors / Key Managerial Personnel of the Company (except Mr. Burjis N. Godrej and Mr. Sunil Kataria) or their relatives is / are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution set out in **Item No. 6**, except to the extent of their respective shareholding, if any.

As per the SEBI Listing Regulations, all Related Parties of the Company, whether or not they are a party to the proposed transaction(s), shall not be allowed to vote affirmatively on the proposed Resolution set out in **Item No. 6**.

ORDINARY RESOLUTION UNDER ITEM NO. 7:

APPROVAL FOR RELATED PARTY TRANSACTIONS ENTERED INTO OR TO BE ENTERED INTO WITH GODREJ INDUSTRIES LIMITED (ULTIMATE HOLDING COMPANY) DURING THE FINANCIAL YEAR 2026-27, BEYOND THE MATERIALITY THRESHOLD AS PROVIDED IN REGULATION 23(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

The provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) mandate the prior approval of Members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as determined by the Audit Committee, even if such transactions are in the ordinary course of business of the concerned company and are struck on arm’s length basis. Further, a transaction with a related party shall be considered as material if the value of the transaction(s) entered into / to be entered into, either individually or taken together with previous transaction(s) during a financial year, whether directly and/or through its subsidiary(ies) with a related party, exceed(s) Rs.1,000 Crore, or 10% of the annual consolidated turnover of the listed entity, as per the last audited financial statements of the listed entity, whichever is lower.

The Consolidated Turnover of the Company as per the Audited Financial Results for the Financial Year 2025-26 is Rs.45,321.65 Lakh.

The amended Regulation 2(1)(zc) of the SEBI Listing Regulations has also widened the definition of “related party transaction” to include, *inter alia*, a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on the one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Astec LifeSciences Limited (“the Company”) specializes in manufacturing agrochemical active ingredients (technical), bulk formulations and intermediate products, maintaining a balanced sales mix of both exports and domestic sales. The Company has also developed capabilities and infrastructure which enables it to undertake contract development and manufacturing services for a diverse range of agrochemicals, catering to the needs of global innovators in the sector.

Godrej Industries Limited, Ultimate Holding Company of the Company, is a leading provider of oleochemicals, surfactants, specialty chemicals, and biotech products, focusing on green chemistry and sustainability. Established in 1963, Godrej Industries Limited serves over 80 countries, with tailored solutions from its manufacturing locations and Research & Development (R&D) Center in India.

Therefore, the Company intends to explore business opportunities with Godrej Industries Limited in its best interest. The Company proposes to enter into certain Related Party transaction(s) with Godrej Industries Limited, on an arm’s length basis and in the ordinary course of its business, during the Financial Year 2026-27, on mutually agreed terms and conditions, based on considerations of various business exigencies, such as synergy in operations and the Company’s long term strategy, in the best interest of the Company.

The proposed sale and purchase transactions are expected to enhance capacity utilisation of the Company’s existing facilities, thereby improving operational efficiency and contributing to higher profitability, which is in the overall interest of the Company and its Shareholders.

The transactions contemplated shall not be prejudicial for the Shareholders. The transactions have been reviewed and approved by the Audit Committee comprising of Independent Directors, supported by internal evaluation.

The proposed transactions shall be undertaken in the ordinary course of business and on an arm's length basis. The pricing and other commercial terms have been benchmarked against comparable third-party transactions and are aligned with prevailing market practices. Accordingly, the transactions are considered to be fair, reasonable and in the best interest of the Company and its Shareholders.

The aggregate of such transaction(s) is likely to exceed the applicable materiality thresholds as provided in Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangement(s) / transaction(s) / contract(s) proposed to be undertaken by the Company with Godrej Industries Limited during the Financial Year 2026-27, whose value may be beyond the materiality threshold as provided in Regulation 23 of the SEBI Listing Regulations, considering that the transactions shall be in the best interest of the Company. All the said transactions shall be in the ordinary course of business of the Company and struck on an arm's length basis.

The Audit Committee has, on the basis of a thorough scrutiny of relevant details / documents provided by the Management and also based on the mandatory disclosure which is required to be made to the Audit Committee in accordance with the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions", reviewed and approved the said transaction(s), and recommended the same to the Board of Directors, subject to approval of the Members, while noting that such transaction(s) shall be on arms' length basis and in the ordinary course of business of the Company. The Board, therefore, seeks approval of the Shareholders for the said transactions.

The mandatory disclosure which is required to be made to the Shareholders in accordance with the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" is annexed to this Notice.

Information required under Regulation 23 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 is provided as follows:

Particulars of Material Related Party Transaction(s) ("RPTs") to be entered between Astec LifeSciences Limited ("the Company") and Godrej Agrovet Limited ("Holding Company"):

Sr. No.	Particulars	Details
1.	Name of the Related Party and its Relationship with the Listed Entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Godrej Industries Limited ("GIL") GIL is the Holding Company of Godrej Agrovet Limited, the Holding Company of the Company and does not directly hold any shareholding in the Issued, Subscribed and Paid-up Equity Share Capital in the Company.
2.	Type, Material Terms and Particulars of the Transaction(s)	a) Sale of Goods / Materials / Rendering of Services b) Purchase of Goods / Materials / Availing of Services c) Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property d) Reimbursement of Expenses charged to / by the Related Party / Shared Services

3.	Tenure of the Transaction(s)	Financial Year 2026-27
4.	Value of the Transaction(s)	Rs.105 Crore (Rupees One Hundred and Five Crore Only)
5.	Percentage of the Listed Entity's Annual Consolidated Turnover, for the immediately preceding financial year, that is represented by the value of the proposed Transaction	23.17% of Annual Consolidated Turnover of the Company for Financial Year 2025-26 (Annual Consolidated Turnover of the Company for the Financial Year 2025-26 was Rs.45,321.65 Lakh.)
6.	If the Transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Listed Entity or its Subsidiary:	Not Applicable
	(i) Details of the source of funds in connection with the proposed Transaction	Not Applicable
	(ii) Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: <ul style="list-style-type: none"> • Nature of Indebtedness • Cost of funds • Tenure 	Not Applicable
	(iii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not Applicable
	(iv) Purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
7.	Justification as to why the RPTs are in the interest of the Listed Entity	<p>The RPTs are / will be on arm's length basis and in the ordinary course of the Company's business, based on considerations of various business exigencies, such as synergy in operations, expertise and resources of the Holding Company and the Company's long-term strategy.</p> <p>The proposed sale and purchase transactions are expected to enhance capacity utilisation of the Company's existing facilities, thereby improving operational efficiency and contributing to higher profitability, which is expected to be in the overall interest of the Company.</p>

		The Audit Committee and the Board of Directors have expressed the view that the RPTs shall be in the best interest of the Company.
8.	Any valuation or other external report relied upon by the Listed Entity in relation to the Transactions	<p>The proposed transactions shall be undertaken in the ordinary course of business and on an arm's length basis. The pricing and other commercial terms have been benchmarked against comparable third-party transactions and are aligned with prevailing market practices.</p> <p>The price / consideration for the transactions will be determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms at the time of execution of the transactions, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.</p> <p>Accordingly, the transactions are considered to be fair, reasonable and in the best interest of the Company and its Shareholders.</p>
9.	Percentage of the Counter-Party's Annual Consolidated Turnover that is represented by the value of the proposed RPT on a voluntary basis	0.47% of Annual Consolidated Turnover of Godrej Industries Limited, the Ultimate Holding Company for the Financial Year 2025-26.
10.	Any other information that may be relevant	<p>All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.</p> <p>The mandatory disclosure in accordance with Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions" is annexed to this Notice.</p>

The Board of Directors is of the opinion that the aforesaid proposal is in the best interest of the Company and therefore, based on the unanimous approval of Independent Directors who are part of the Audit Committee (comprising of majority of Independent Directors), recommends the **Ordinary Resolution** set forth in **Item No. 7** for approval of the Shareholders.

None of the other Directors / Key Managerial Personnel of the Company (except Mr. Vishal Sharma, Mr. Burjis N. Godrej, Dr. Ganapati Yadav and Mr. Mathew Eipe) or their relatives is / are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution set out in **Item No. 7**, except to the extent of their respective shareholding, if any.

As per the SEBI Listing Regulations, all Related Parties of the Company, whether or not they are a party to the proposed transaction(s), shall not be allowed to vote affirmatively on the proposed Resolution set out in **Item No. 7**.

**By the Order of the Board of Directors
For Astec LifeSciences Limited**

Sd/-

**Tejashree Pradhan
Company Secretary & Compliance Officer
(FCS 7167)**

Mumbai, 2nd June, 2026

Registered Office:

"Godrej One", 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079, Maharashtra

Tel. No.: 022 - 2518 8010

Website: www.godrejastec.com

E-mail: astecinvestors@godrejastec.com

CIN: L99999MH1994PLC07623

**BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT
THROUGH POSTAL BALLOT NOTICE**

**[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015]**

Name of Director	Mr. Vishal Sharma	Mr. Burjis N. Godrej	Mr. Arijit Mukherjee	Mr. Mathew Eipe
Director Identification Number (DIN)	00085416	08183082	07334111	00027780
Date of Birth (DD/MM/YYYY)	19-05-1971	14-12-1992	28-01-1970	07-06-1952
Age (in years)	54 Years	33 Years	56 Years	73 Years
Nationality	Indian	Indian	Indian	Indian
Date of Appointment (for Current Designation) (DD/MM/YYYY)	13-04-2026	13-04-2026	13-04-2026	13-04-2026
Percentage of Shareholding in the Company	Nil	Nil	7,096 Equity Shares, i.e., 0.03%	Nil
Qualification	Post-graduate Diploma in Management from IMDR Pune, and a Bachelor's degree in Engineering from MIT Manipal.	BS and MS in Earth Systems from Stanford University and an MBA from Harvard Business School	Post Graduate Diploma in Agriculture, B.Sc. (Agriculture)	B.Tech. in Chemical Engineering, IIT, Mumbai, Post Graduate Diploma in Management (PGDM), IIM, Calcutta
Nature of Expertise in Specific Functional Area	<ul style="list-style-type: none"> • Strategy and Business • Industry Expertise • Market Expertise • People and Talent Understanding • Governance, Finance & Risk 	<ul style="list-style-type: none"> • Strategy and Business • Industry Expertise • Market Expertise • Technology Perspective • Governance, Finance & Risk 	<ul style="list-style-type: none"> • Strategy and Business • Industry Expertise • Market Expertise • Technology Perspective • Governance, Finance & Risk 	<ul style="list-style-type: none"> • Strategy and Business • Industry Expertise • Market Expertise • People & Talent Understanding • Governance, Finance & Risk

Number of Board Meetings attended during the Financial Year 2025-26	Not Applicable	6 out of 6	Not Applicable in the capacity as "Executive Director" 6 out of 6 as an Invitee in the capacity as "Chief Operating Officer"	Not Applicable
Directorships in other Listed Companies*	1. Godrej Industries Limited	1. Godrej Agrovet Limited	-	1. Godrej Industries Limited
Directorships in other Companies (Excluding Listed Entities, Foreign Companies and Section 8 Companies)	-	1. Godrej Cattle Genetics Private Limited	1. Behram Chemicals Private Limited	1. Godrej Ventures and Investment Advisers Private Limited 2. Godrej Capital Limited 3. Godrej Seeds & Genetics Limited 4. Godrej Investment Limited 5. Unitherm Engineers Limited
Chairmanships / Membership of Committees in other Companies**	-	<u>Godrej Agrovet Limited:</u> 1. Managing Committee (Member)	-	<u>Godrej Industries Limited:</u> 1. Audit Committee (Chairperson) 2. Nomination and Remuneration Committee (Chairperson) 3. Stakeholders' Relationship Committee (Chairperson) 4. Corporate Social Responsibility (CSR) Committee (Member) 5. Risk Management Committee (Member) 6. Management Committee (Member)

				<p>7. Environment, Sustainability and Governance (ESG) Committee (Member)</p> <p><u>Godrej Capital Limited:</u></p> <p>1. Corporate Social Responsibility Committee (Member)</p> <p><u>Godrej Seeds & Genetics Limited:</u></p> <p>1. Audit Committee (Chairperson)</p> <p>2. Nomination and Remuneration Committee (Chairperson)</p> <p>3. Corporate Social Responsibility Committee (Member)</p> <p>4. Stakeholders' Relationship Committee (Chairperson)</p> <p>5. Risk Management Committee (Chairperson)</p> <p>6. Management Committee (Member)</p> <p><u>Godrej Ventures and Investment Advisers Private Limited:</u></p> <p>1. Audit Committee (Chairperson)</p> <p>2. Nomination and Remuneration Committee (Chairperson)</p>
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Names of Listed Entities from which the Director has resigned in the past 3 (Three) years	-	-	-	-
Relationships between Directors of the Company <i>inter-se</i>	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Brief Profile / Resume of the Director	<p>Mr. Vishal Sharma is as an Executive Director & Chief Executive Officer (Chemicals) of Godrej Industries Limited, the Ultimate Holding Company of the Company.</p> <p>He brings 30 years of business experience, primarily in the Specialty and Process Chemicals space, serving both industrial and institutional segments throughout his career.</p> <p>Mr. Vishal Sharma has lived and operated across five continents, in both developed and developing markets, in operational as well as strategic roles. He has led start-up businesses and is credited with multiple transformational and scale-up initiatives.</p> <p>Prior to his current role in Godrej Industries Limited, Mr. Vishal Sharma spent 10 years with Ecolab Inc., leading</p>	<p>Burjis Godrej has been an Executive Director of Godrej Agrovet Limited since 2022. In his role, he has focused on evaluating new products, technologies, business models, geographies, and capital allocation opportunities.</p> <p>He previously served as Managing Director of Astec LifeSciences Limited (2025–2026) and as COO of the Crop Care business of Godrej Agrovet (2023–2024). He played a key role in driving growth, product development, and operational turnaround across both divisions.</p> <p>Burjis holds a BS and MS in Earth Systems from Stanford University and an MBA from Harvard Business School.</p>	<p>Mr. Arijit Mukherjee is currently the “Chief Operating Officer” of the Company.</p> <p>Mr. Arijit Mukherjee has vast experience of over 20 years in the Agri Inputs business and had been associated with Godrej Agrovet Limited, Holding Company, since 2005. He has acquired rich knowledge and expertise in the field of Agri Inputs, starting with Sales and then moving to Marketing operation of Agri Input Business of Godrej Agrovet Limited. After that he has been working as Chief Operating Officer for Astec LifeSciences Limited from 2016, responsible for manufacturing and B2B /CDMO of technical in domestic as well as export market. His functional areas of expertise include defining product strategy through core positioning and strategic partnership, developing</p>	<p>Mr. Mathew Eipe is an Independent Director of Godrej Industries Limited, the Ultimate Holding Company of the Company (erstwhile “Godrej Soaps Limited”). He is also an Independent Director on several Boards of Godrej Industries Group.</p> <p>Mr. Mathew Eipe joined Godrej Soaps Limited as a management trainee in 1977 after completing his Chemical Engineering graduate degree at IIT Mumbai, and his post graduate studies in Business Management at IIM Calcutta.</p> <p>In 1994, Mr. Mathew Eipe was appointed as Senior Vice President – Marketing in the Chemicals Division of Godrej Soaps Limited, serving from 1995 to 2000. He led the successful turnaround and integration of GGIC (Gujarat Godrej Innovative Chemicals) with Godrej Soaps Limited.</p>

	<p>businesses across Asia Pacific, India, Middle East, and Africa. Before that, he spent 12 years with Diversey Inc., in various country, regional and global roles and had a 4-year stint with GE at the start of his career.</p> <p>Mr. Vishal Sharma is driven by a strong focus on financial performance and is passionate about value creation for all stakeholders while growing individuals and teams. He believes in continuous improvement and drives a deep learning, coaching, and sharing leadership style. He is passionate about sustainability and is focused on driving innovations and solutions that aid sustainability in business operations and the environment, making the world a better place for future generations. He is a keen observer of economic and geopolitical developments, with an active involvement in new initiatives. An avid reader, he provides thought leadership across various areas of business, especially on leadership and strategy.</p>		<p>marketing strategy and customer/channel management strategies and leading a cross functional team to achieve revenue and profitability target.</p>	<p>After the demerger of Godrej Soaps Limited in 2001, Mr. Mathew Eipe was appointed as Executive Director and President (Chemicals) at Godrej Industries Limited and headed the Chemicals business till his retirement in 2013. During 2010 to 2013, he led the team that successfully relocated the Chemicals factory from Vikhroli to a world-class manufacturing facility at Ambarnath near Mumbai.</p> <p>Mr. Mathew Eipe served on the Board of Godrej Industries from 2001 in executive capacity till his retirement in 2013. He was a member of the Group Management Committee from 1994 till 2013.</p>
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	Mr. Vishal Sharma earned a post-graduate diploma in Management from IMDR Pune, and a Bachelor's degree in Engineering from MIT Manipal, both in India.			
Terms and Conditions of Appointment	Terms and conditions of appointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website, i.e., www.godrejastec.com .	Terms and conditions of appointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website, i.e., www.godrejastec.com .	Terms and conditions of appointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website, i.e., www.godrejastec.com .	Terms and conditions of appointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website, i.e., www.godrejastec.com .
Last Drawn Remuneration	Not Applicable (Not in receipt of remuneration)	Not Applicable (Not in receipt of remuneration)	Rs.1,42,91,751/- (for the Financial Year 2025-26, as the "Chief Operating Officer" of the Company)	Not Applicable (Not in receipt of remuneration)

(*) To include names of other Public Companies in which the person holds Directorship.

(**) To include names of other Public Companies in which the person holds Chairmanship and Membership of Committees of the Board of Directors.

**STATEMENT AS REQUIRED UNDER SECTION II OF PART II OF SCHEDULE V
TO THE COMPANIES ACT, 2013**

I. General Information:

- 1) **Nature of Industry:** Agrochemicals
- 2) **Date or expected date of commencement of commercial production:** The Company is in the business since 25th January, 1994.
- 3) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable since the Company is an existing Company.
- 4) **Export performance, net foreign exchange collaborations, if any:** The Company is constantly trying to increase its exports, strategic alliances are made with various parties to increase exports. The Company is obtaining registration in various parts of the world.
- 5) **Financial performance based on given indicators (on standalone basis):**

Particulars	Financial Year ended 31st March, 2026 (Rs. in Lakh)	Financial Year ended 31st March, 2025 (Rs. in Lakh)	Financial Year ended 31st March, 2024 (Rs. in Lakh)
Sales Turnover			
(a) Domestic	16,947.84	11,959.51	13,011.19
(b) Export	27,623.67	25,855.15	32,758.93
Total Sales Turnover	44,571.51	37,814.66	45,770.12
Profit Before Tax	(8,117.19)	(14,111.82)	(6,187.63)
Profit After Tax	(8,100.88)	(13,480.82)	(4,698.71)
Basic Earnings Per Share (EPS) (in Rs.)	(37.83)	(68.74)	(23.96)
Property, Plant & Equipment, Right of Use and Intangible Assets (Net)	47,868.24	51,990.72	55,081.66
Paid-up Share Capital	2,228.22	1,961.14	1,960.92
Other Equity	36,758.42	21,446.25	34,906.73
Net Worth	38,986.64	23,407.39	36,867.65

- 6) **Foreign investments or collaborations, if any:**
The Company has 1 (one) Foreign Subsidiary, whose details are as follows:

Name of Foreign Subsidiary Company	% Shareholding	Date of becoming Subsidiary
Comercializadora Agricola Agroastrachem Cia Ltda (Bogota, Columbia)	100%	19 th March, 2013

II. Information about the Appointee:

1) Background details:

Mr. Arijit Mukherjee has been the “Chief Operating Officer” of the Company. Mr. Arijit Mukherjee has vast experience of over 20 years in the Agri Inputs business and had been associated with Godrej Agrovet Limited, Holding Company, since 2005. He has acquired rich knowledge and expertise in the field of Agri Inputs, starting with Sales and then moving to Marketing operation of Agri Input Business of Godrej Agrovet Limited. After that he has been working as Chief Operating Officer for Astec LifeSciences Limited from 2016, responsible for manufacturing and B2B /CDMO of technical in domestic as well as export market. His functional areas of expertise include defining product strategy through core positioning and strategic partnership, developing marketing strategy and customer/channel management strategies and leading a cross functional team to achieve revenue and profitability target.

2) Past Remuneration:

The remuneration received by Mr. Arijit Mukherjee as the Chief Operating Officer of the Company during the last 3 (Three) years was as follows:

Period of Payment		Remuneration (Amount in Rs.)
From (DD/MM/YYYY)	To (DD/MM/YYYY)	
01/04/2023	31/03/2024	Rs.97,29,023/-
01/04/2024	31/03/2025	Rs.1,02,42,939/-
01/04/2025	31/03/2026	Rs.1,42,91,751/-

3) Recognition or Awards, Job profile and his Suitability:

Mr. Arijit Mukherjee has been associated with the Company in a leadership capacity and has played a significant role in strengthening its operational, strategic and business functions. Considering his extensive experience, leadership skills, industry knowledge and valuable contribution towards the growth and performance of the Company, the Nomination and Remuneration Committee and the Board of Directors are of the opinion that his appointment as an “Executive Director” (while continuing to be the “Chief Operating Officer”) would be in the best interests of the Company.

4) Remuneration proposed:

The remuneration of Mr. Arijit Mukherjee shall be as per the Resolution stated above, which is in conformity with the Nomination and Remuneration Policy of the Company.

5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:

The remuneration of Mr. Arijit Mukherjee is in tune with the remuneration in similar sized industries in same segment of business. The proposed remuneration compares favourably with that being offered to similarly qualified and experienced persons from the industry and the professionals with an entrepreneurial background. The remuneration being proposed is considered to be appropriate, having regard to factors such as past experience, position held, his contribution to the growth of the Company, its business and its profitability, age and merits of Mr. Arijit Mukherjee.

6) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any:

Other than the remuneration stated above, Mr. Arijit Mukherjee has no other pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director.

III. Other Information:

1.	Reasons of loss or inadequate profits	Astec LifeSciences Limited (“the Company”) was incorporated in 1994 and is engaged in the manufacturing of agrochemical active ingredients (technical), bulk, formulations and intermediate products. Astec has a healthy sales mix of both exports and domestic sales. Our exports are to over 18 countries including the United States and countries across Europe, West Asia, South-East Asia and Latin America and Africa. The Company has incurred loss in the preceding Financial Year 2025-26. In the ever changing domestic and international market conditions, loss or inadequacy of profit cannot be ruled out. Hence, approval of the Shareholders by way of a Special Resolution is being sought to pay minimum remuneration to Mr. Arijit Mukherjee during his tenure of appointment as mentioned above. The Company continues with its ongoing scaling up of manufacturing capacities, adopting advanced technologies and commercialization of new products. The Company is able to provide its customers value addition due to its strong Research & Development (R&D) capabilities. The Company has made substantial investment to bring Environment, Health, Safety (EHS) standard to international levels and continues to maintain an excellent safety record.
2.	Steps taken or proposed to be taken for improvement	
3.	Expected increase in productivity and profits in measurable terms	

IV. Disclosures:

None of the Directors of the Company other than Mr. Arijit Mukherjee are in receipt of any remuneration from the Company, other than sitting fees payable to Independent Directors for attending the Meetings of the Board of Directors and Committees thereof of which they are Members.



ASTEC LIFESCIENCES LIMITED

Corporate Identity Number (CIN): L99999MH1994PLC076236

Registered Office: "Godrej One", 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079, Maharashtra, India

Tel.: +91 22 2518 8010, **Website:** www.godrejastec.com,

E-mail: astecinvestors@godrejastec.com

POSTAL BALLOT FORM

1.	Name of the First Named Member (in BLOCK LETTERS)	
2.	Registered Address of the Sole / First Named Member / Beneficial Owner	
3.	Regd. Folio No./ DP ID No.* / Client ID No.* (*applicable only to Members holding Equity Shares in dematerialized form)	
4.	Number of Equity Share(s) held	

I / We hereby exercise my/our vote(s) in respect of the Resolutions to be passed by means of Postal Ballot for the Special Business stated in the Postal Ballot Notice dated 2nd June, 2026, by conveying my / our assent or dissent to the said Resolutions by placing a tick mark (✓) in the appropriate box below:

Item No.	Description	Number of Equity Shares for which votes cast	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	Ordinary Resolution: Approval for Appointment of Mr. Vishal Sharma, Additional Director as a "Director (Non-Executive, Non-Independent)" liable to retire by rotation			
2.	Ordinary Resolution: Approval for Appointment of Mr. Burjis N. Godrej, Additional Director as a "Director (Non-Executive, Non-Independent)" liable to retire by rotation			
3.	Ordinary Resolution: Approval for Appointment of Mr. Arijit Mukherjee as a "Director" of the Company			

4.	Special Resolution: Approval for Appointment and Remuneration of Mr. Arijit Mukherjee as an "Executive Director" (while continuing to be the "Chief Operating Officer")			
5.	Special Resolution: Approval for Appointment of Mr. Mathew Eipe as an "Independent Director" of the Company			
6.	Ordinary Resolution: Approval for Related Party Transactions entered into or to be entered into with Godrej Agrovet Limited (Holding Company) during the Financial Year 2026-27, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015			
7.	Ordinary Resolution: Approval for Related Party Transactions entered into or to be entered into with Godrej Industries Limited (Ultimate Holding Company) during the Financial Year 2026-27, beyond the Materiality threshold as provided in Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015			

Place:

Date:

Signature of Member / Authorised Signatory

E-VOTING PARTICULARS

EVEN	USER ID	PASSWORD
139556		

Cut-off date for reckoning voting rights for Postal Ballot and E-voting	Commencement of voting by Postal Ballot and E-voting (Start Date)	Last date of receipt of Postal Ballot and close of E-voting (End Date)
Friday, 29 th May, 2026	9.00 a.m. (IST) on Friday, 5 th June, 2026	5.00 p.m. (IST) on Saturday, 4 th July, 2026

(Please see the instructions overleaf for filling the Postal Ballot Form.)

IMPORTANT INSTRUCTIONS FOR VOTING

1. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of Members / Beneficial Owner as on **Friday, 29th May, 2026**. A person who is not a Member as on this cut-off date should treat this notice for information purpose only. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the Members as on the cut-off date.
2. For E-voting, please refer the instructions under “E-voting Instructions” in the Notice attached herewith.
3. A Member may vote through electronic mode. E-voting will be available **from 9.00 a.m. (IST) on Friday, 5th June, 2026 upto 5.00 p.m. (IST) on Saturday, 4th July, 2026**. Members are requested to refer to instructions for e-voting, appended to this Notice.
4. Alternatively, Members may print the Postal Ballot Form and return the same duly completed and signed, so as to reach the Scrutinizer, viz., Mr. Vikas R. Chomal, Practicing Company Secretary at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India **on or before 5.00 p.m. (IST) on Saturday, 4th July, 2026**, failing which, it will be strictly treated as if no reply has been received from the Member. The Company, in no way, would be responsible for late / non-delivery of Postal Ballot Form on account of any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / Courier expenses for sending such physical Postal Ballot Form to the Scrutinizer will be borne by the Members. The Members are also requested NOT to send any other paper along with the Postal Ballot Form. Any extraneous paper found with the Postal Ballot Form would be destroyed by the Scrutinizer and the Company would not act on the same.
5. The Members can opt for only one mode of voting, i.e. either by Physical Postal Ballot Form or E-voting. In case Members cast their vote by Physical Postal Ballot Form and E-voting, the voting done through E-voting shall prevail and voting done by physical Postal Ballot Form will be treated as invalid.
6. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company). Voting Rights in a Postal Ballot cannot be exercised by a Proxy. In case of Joint Holding, this Form should be completed and signed (as per the specimen signature registered with the Company) by a First Named Member and in his / her absence, by the next named Member. Holders of the Power of Attorney (“POA”) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA and enclosing an attested copy of the POA.
7. In case of Equity Shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution / Authority and attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
8. The consent must be accorded by recording the assent in the column “FOR” and dissent in the column “AGAINST” by placing a tick mark (✓) in the appropriate box. The assent or dissent received in any other form shall not be considered valid. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
9. The vote(s) of a Member will be considered invalid, *inter alia*, on any of the following grounds:
 - a. If a form other than the Postal Ballot Form issued by the Company is used;
 - b. If the Postal Ballot Form has not been signed by the Member or if the Member’s signature does not tally with the specimen signature of the Company;

- c. If the Member has put a tick mark (✓) in both the columns, that is, for 'Assent' and also for 'Dissent' to the resolutions in such manner that the aggregate shares voted for 'Assent' and 'Dissent' exceed the total number of shares held;
 - d. If the Postal Ballot Form is incomplete or incorrectly filled;
 - e. If the Member has made any amendment to the resolution or imposed any condition while exercising his/her/their vote;
 - f. If the Postal Ballot Form is received torn or defaced or mutilated or in a manner such that it is difficult for the Scrutinizer to identify either the Member or the number of votes;
 - g. Any competent authority has given directions in writing to the Company to freeze the voting rights of the Members.
10. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.
11. Any query in relation to the Resolutions proposed to be passed by Postal Ballot may be sent to astecinvestors@godrejastec.com.
12. The Result of voting on the resolution will be declared **within 2 (two) working days from the close of business hours on Saturday, 4th July, 2026**, at the Registered Office of the Company and will also be displayed on the website of the Company (www.godrejastec.com) besides being communicated to the Stock Exchanges.

ITEM NO. 6 OF POSTAL BALLOT NOTICE:

Disclosure in accordance with
Industry Standards on “Minimum Information to be provided to the
Audit Committee and Shareholders for
Approval of Related Party Transactions (RPTs)”
 (“RPT Industry Standards”)

In Respect of Related Party Transactions with
GODREJ AGROVET LIMITED (HOLDING COMPANY)

PART A:

Minimum Information of the Proposed RPT, applicable to all RPTs

A (1): Basic Details of the Related Party:

S. No.	Particulars of the Information	Information provided by the Management
1.	Name of the related party	GODREJ AGROVET LIMITED
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	Manufacturing of Animal Feeds and Agri Inputs and Oil Palm

A (2): Relationship and Ownership of the Related Party:

S. No.	Particulars of the Information	Information provided by the Management
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: <ul style="list-style-type: none">Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Godrej Agrovet Limited, the Related Party is a Company incorporated under the Companies Act, 1956. The Company (Astec LifeSciences Limited) is a Subsidiary of Godrej Agrovet Limited, the Related Party. Not Applicable

<ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <p>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.</p> <p>While calculating indirect shareholding, shareholding held by relatives shall also be considered.</p>	<p>Not Applicable</p> <p>The Related Party is the Holding Company of the Company, holding directly 67.03% of the total shareholding in the Company.</p>
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A (3): Details of Previous Transactions with the Related Party:

S. No.	Particulars of the information	Information provided by the Management																																	
1.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">S. No.</th> <th style="width: 75%;">Nature of Transactions</th> <th style="width: 20%;">FY 2025-26 (Rs. in Lakh)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Sale of Materials / Finished Goods</td> <td style="text-align: right;">2,710.31</td> </tr> <tr> <td>2.</td> <td>Purchase of Materials / Finished Goods</td> <td style="text-align: right;">1,750.65</td> </tr> <tr> <td></td> <td>Purchase Return of Materials / Finished Goods</td> <td style="text-align: right;">315.74</td> </tr> <tr> <td>3.</td> <td>Purchase of Property, Plant & Equipment</td> <td style="text-align: right;">1.38</td> </tr> <tr> <td>4.</td> <td>Expenses Charged by / Reimbursement made to Related Party</td> <td style="text-align: right;">392.16</td> </tr> <tr> <td>5.</td> <td>Expenses Charged to / Reimbursement made by Related Party</td> <td style="text-align: right;">693.48</td> </tr> <tr> <td>6.</td> <td>Rent Charged to Related Party</td> <td style="text-align: right;">34.83</td> </tr> <tr> <td>7.</td> <td>Rent Charged by Related Party</td> <td style="text-align: right;">105.99</td> </tr> <tr> <td>8.</td> <td>Inter-Corporate Deposits taken</td> <td style="text-align: center;">-</td> </tr> <tr> <td>9.</td> <td>Inter-Corporate Deposits repaid</td> <td style="text-align: right;">2,900.00</td> </tr> </tbody> </table>	S. No.	Nature of Transactions	FY 2025-26 (Rs. in Lakh)	1.	Sale of Materials / Finished Goods	2,710.31	2.	Purchase of Materials / Finished Goods	1,750.65		Purchase Return of Materials / Finished Goods	315.74	3.	Purchase of Property, Plant & Equipment	1.38	4.	Expenses Charged by / Reimbursement made to Related Party	392.16	5.	Expenses Charged to / Reimbursement made by Related Party	693.48	6.	Rent Charged to Related Party	34.83	7.	Rent Charged by Related Party	105.99	8.	Inter-Corporate Deposits taken	-	9.	Inter-Corporate Deposits repaid	2,900.00	
S. No.	Nature of Transactions	FY 2025-26 (Rs. in Lakh)																																	
1.	Sale of Materials / Finished Goods	2,710.31																																	
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8.	Inter-Corporate Deposits taken	-																																	
9.	Inter-Corporate Deposits repaid	2,900.00																																	

	10. Interest Expense on Inter-Corporate Deposits taken	51.40	
	Explanation: Details need to be disclosed separately for listed entity and its subsidiary.		
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year upto the quarter immediately preceding the quarter in which the approval is sought.	Not Applicable since approval is sought in the first Quarter of the Financial Year 2026-27 itself.	
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	There is no such default.	

A (4): Amount of the proposed transaction(s):

S. No.	Particulars of the information	Information provided by the Management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / Shareholders	Rs.300 Crore (Rupees Three Hundred Crore Only)
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	66.19% of Annual Consolidated Turnover of the Company for Financial Year 2025-26 (Annual Consolidated Turnover of the Company for the Financial Year 2025-26 was Rs.45,321.65 Lakh.)
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable since approval of the Shareholders is being sought for the Related Party Transactions of the listed entity itself with its Holding Company.
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	2.93% of Annual Consolidated Turnover of Godrej Agrovet Limited (Related Party) for the Financial Year 2025-26

6.	Financial performance of the related party for the immediately preceding financial year:	
	Particulars	FY 2025-26 (INR)
	Turnover	7,743.98 Crore
	Profit After Tax	526.26 Crore
Net Worth	2,895.52 Crore	
	Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	

A (5): Basic Details of the Proposed Transaction:

S. No.	Particulars of the information	Information provided by the Management		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	S. No.	Nature of Transactions	Amount (in INR)
		1	Sale of Goods / Materials / Rendering of Services	Rs. 80 Crore
2.	Details of each type of the proposed transaction	2	Purchase of Goods / Materials / Availing of Services	
		3	Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property & Reimbursement of Expenses charged to / by the Related Party / Shared Services	Rs. 20 Crore
		4	Inter-Corporate Deposits taken (including Interest expense)	Rs. 200 Crore
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	From 1 st April, 2026 up to 31 st March, 2027		
4.	Whether omnibus approval is being sought?	Yes		
5.	Value of the proposed transaction during a financial year.	Rs.300 Crore (Rupees Three Hundred Crore Only)		

	<p>If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</p>	<p>No approval has been sought for transactions extending beyond one financial year.</p>
<p>6.</p>	<p>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</p>	<p>Astec LifeSciences Limited (“the Company”) specializes in manufacturing agrochemical active ingredients (technical), bulk formulations and intermediate products.</p> <p>The Related Party, which is the Holding Company of the Company, is, <i>inter alia</i>, engaged in the Crop Care Business, in the manufacturing of wide range of products that cater to the entire crop lifecycle, including crop protection chemicals.</p> <p>The two businesses draw synergies from each other in operations and share common operating space and resources. The proposed sale and purchase transactions are expected to enhance capacity utilisation of the Company’s existing facilities, thereby improving operational efficiency and contributing to higher profitability, which is expected to be in the overall interest of the Company. Accordingly, transactions with the Related Party are essential for the business operations of the Company in its best interest.</p> <p>The Inter-Corporate deposits, if required, would support the Company’s funding or working capital needs, ensuring faster access to funds. The proposed loan(s) and/or Inter-Corporate Deposit(s) arrangements enable the Company to leverage group strength for efficient liquidity and treasury management, ensuring optimal deployment of surplus funds and/or access to cost-effective funding.</p>
<p>7.</p>	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p><i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.</p>	<p>None of the promoter(s)/ director(s) / key managerial personnel of the listed entity have interest in the transaction(s), whether directly or indirectly, financially or otherwise, except to the extent of their directorship or shareholding in the Related Party.</p>

	<p>a. Name of the director / KMP</p> <hr/> <p>b. Shareholding of the director / KMP, whether direct or indirect, in the related party (as on 31st March, 2026)</p>	<p><i>Mr. Burjis N. Godrej – 0.00%</i> <i>(Additional, Non-Executive Director)</i></p> <p><i>Mr. Nadir B. Godrej – 0.00% (Negligible)</i> <i>(Member of the Promoter Group)</i></p> <p><i>Mr. Pirojsha A. Godrej – 0.36%</i> <i>(Member of the Promoter Group)</i></p> <p><i>Ms. Tanya Dubash – 0.14%</i> <i>(Member of the Promoter Group)</i></p> <p><i>Mr. Nisaba Godrej – 0.00% (Negligible)</i> <i>(Member of the Promoter Group)</i></p> <p><i>Mr. Sunil Kataria – 0.02%</i> <i>(Non-Executive Director)</i></p>
<p>8.</p>	<p>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</p>	<p>For transactions in the nature of loan(s) / deposit(s) / advance(s) / guarantee(s), the interest payable shall be in compliance with the applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, as may mutually be agreed. The terms are comparable to market benchmarks, ensuring that the Company benefits from competitive borrowing costs while maintaining financial flexibility. These transactions support efficient capital management and are in the overall interest of the Company.</p> <p>The proposed transactions shall be undertaken in the ordinary course of business and on an arm’s length basis. The pricing and other commercial terms have been benchmarked against comparable third-party transactions and are aligned with prevailing market practices.</p> <p>The price / consideration for the transactions will be determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms at the time of execution of the transactions, ensuring that the transactions are undertaken in the ordinary course of business and on an arm’s length basis.</p>
<p>9.</p>	<p>Other information relevant for decision making.</p>	<p>Not Applicable</p>

PART B

Information to be provided *only* if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A:

- B(1): Sale, purchase or supply of goods or services or any other similar business transaction and trade advances
- B(2): Loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary
- B(3): Investment made by the listed entity or its subsidiary
- B(4): Guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) , surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.
- B(5): Borrowings by the listed entity or its subsidiary
- B(6): Sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate¹.
- B(7): Transactions relating to payment of royalty

B (1): Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	There is no bidding process. Parties are chosen on the basis of product requirement, competitive prices and creditworthiness on mutually agreed terms.
2.	Basis of determination of price.	Arm's length price prevailing at the time of execution of the transaction The price / consideration for the transactions will be determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms at the time of execution of the transactions, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	Upto Rs.50 Crore
	b. Tenure	Upto 365 days

c. Whether same is self-liquidating?	Yes
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B (2): Disclosure *only* in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	Not Applicable since the proposed transactions do not relate to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary.
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. <i>Note:</i> <i>(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i> <i>(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.</i>	
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party	
5.	Maturity / due date	
6.	Repayment schedule & terms	
7.	Whether secured or unsecured?	
8.	If secured, the nature of security & security coverage ratio	
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	

B (3): Disclosure *only* in case of transactions relating to investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	Not Applicable since the proposed transactions do not relate to any investment by the listed

2.	Where any financial indebtedness is incurred to make investment, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.</i>	entity or its subsidiary.
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Purpose for which funds shall be utilized by the investee company.	
4.	Material terms of the proposed transaction	

B (4): Disclosure *only* in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the Management
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	Not Applicable since the proposed transactions do not relate to guarantee (excluding performance guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.
	(b) Whether it will create a legally binding obligation on listed entity?	
2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	

B (5): Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Material covenants of the proposed transaction	Inter-corporate deposits in compliance with the applicable provisions of law

2.	Interest rate (<i>in terms of numerical value or base rate and applicable spread</i>)	Not exceeding 10% per annum
3.	Cost of borrowing <i>Note: This shall include all costs associated with the borrowing.</i>	Not exceeding 10% per annum
4.	Maturity / due date	Maximum tenure upto 3 (three) years
5.	Repayment schedule & terms	As may be mutually agreed
6.	Whether secured or unsecured	Unsecured
7.	If secured, the nature of security & security coverage ratio	Not Applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	General corporate purposes

B (6): Disclosure *only* in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the Management		
1.	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity.	Not Applicable since the proposed transactions do not relate to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity, or disposal of shares of subsidiary or associate		
2.	Basis of determination of price.			
3.	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.			
4.	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:			
		FY 2025-26 (INR)	FY 2024-25 (INR)	FY 2023-24 (INR)
	Turnover			
	Net worth			
	Net Profit			

5.	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking.	
	a. Expected impact on turnover	
	b. Expected impact on net worth	
	c. Expected impact on net profits	

B (7): Disclosure *only* in case of transactions relating to payment of royalty:

S. No.	Particulars of the information	Information provided by the Management
1.	Purpose for which royalty is proposed to be paid to the related party in the current financial year. <i>Note: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, <u>state the key components</u> of such agreements and <u>the reasons</u> royalty attributable to those key components could not be furnished separately.</i>	Not Applicable since the proposed transactions do not relate to payment of royalty.
	a. For use of brand name / trademark	
	b. For transfer of technology know-how	
	c. For professional fee, corporate management fee or any other fee	
	d. Any other use (specify)	
2.	(a) The listed entity may confirm whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction.	
	(b) If No, furnish information below. If royalty is paid to the parent company, disclose royalty received by the parent company from group entities in other jurisdiction: <ul style="list-style-type: none"> • Minimum rate of royalty charged along with corresponding absolute amount • Maximum rate of royalty charged along with corresponding absolute amount <i>Note: The disclosure shall be made on a gross basis (Cost to the Company), including taxes paid on behalf of the recipient of royalty.</i>	
3.	Sunset Clause for Royalty payment, if any.	

PART C

Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B

C (1): Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Latest credit rating of the related party</p> <p><i>Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</i></p>	<p>Not Applicable since the proposed transactions do not relate to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary.</p>
2.	<p>Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.</p> <p><i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p> <p>In addition, state the following:</p> <p>a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</p> <p>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p> <p><i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i></p>	
	FY 2025-26	
	FY 2024-25	
	FY 2023-24	

C (2): Disclosure *only* in case of transactions relating to any investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Latest credit rating of the related party</p> <p><i>Note:</i></p> <p>a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i></p> <p>b. <i>This shall be applicable in case of investment in debt securities.</i></p>	Not Applicable since the proposed transactions do not relate to any investment by the listed entity or its subsidiary.
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	

C (3): Disclosure *only* in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party</p> <p><i>Note:</i></p> <p>a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i></p> <p>b. <i>This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p>	Not Applicable since the proposed transactions do not relate to guarantee (excluding performance guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2025-26	
	FY 2024-25	
	FY 2023-24	

3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	
4.	<p>Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person.</p> <p><i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p> <p>In addition, state the following:</p> <p>a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</p> <p>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p> <p><i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i></p>	
	FY 2025-26	
	FY 2024-25	
	FY 2023-24	

C (4): Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	<p>Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements</p> <p><i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.</i></p>	
	a. Before transaction (as on 31 st March, 2026)	1.15

	b. After transaction	To be determined
2.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
	<i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.</i>	
	a. Before transaction (as on 31 st March, 2026)	(0.01)
	b. After transaction	To be determined

C (5): Disclosure *only* in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the management
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Not Applicable since the proposed transactions do not relate to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity, or disposal of shares of subsidiary or associate
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	
4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	

C (6): Disclosure *only* in case of transactions relating to payment of royalty

S. No.	Particulars of the information	Information provided by the management
1.	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years	Not Applicable since the proposed transactions do not relate to payment of royalty.
	<i>FY 2025-26</i>	
	<i>FY 2024-25</i>	
	<i>FY 2023-24</i>	

<p>2.</p>	<p>Purpose for which royalty was paid to the related party during the last three financial years.</p> <p><i>Explanation: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, state the key components of such agreements and the reasons royalty attributable to those key components could not be furnished separately.</i></p>				
	<p>a. For use of brand name / trademark</p>				
	<p>b. For transfer of technology know-how</p>				
	<p>c. For professional fee, corporate management fee or any other fee</p>				
	<p>d. Any other use (specify)</p>				
<p>3.</p>	<p>Royalty paid in last 3 FYs as % of Net Profits of previous FYs</p>				
	<p><i>FY 2025-26</i></p>				
	<p><i>FY 2024-25</i></p>				
	<p><i>FY 2023-24</i></p>				
<p>4.</p>	<p>Percentage or Rate at which royalty has increased in the past 3 years, if any, vis-à-vis rate at which the turnover and profits after tax have increased during the same period.</p>				
<p>5.</p>	<p>Peer Comparison: Listed entity or its subsidiary paying royalty for any purpose shall also disclose whether any relevant Industry Peer pays royalties for the same purpose, which is disclosed in its audited annual financial statements for the relevant period:</p>				
	<p>Listed Entity / Subsidiary</p>	<p>Peer 1</p>	<p>Peer 2</p>	<p>Peer 3</p>	
	<p>Royalty payment over last 3 years</p>	<p><i>Aggregate amount</i></p>	<p><i>Aggregate amount</i></p>	<p><i>Aggregate amount</i></p>	
	<p>Royalty paid as a % of net profits over the last 3 years</p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	
	<p>Annual growth rate of Turnover over last 3 years</p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	

Explanation: *In the case of the payment of, the criteria for comparison with Industry Peers shall be as follows:*

- a. The Listed Entity will compare the royalty payment with a minimum of three suitable and relevant Industry Peers (i.e. apple to apple comparable Industry Peers), where feasible.*
- b. In cases where fewer than three Industry Peers are available, the listed entity will disclose, that only one or two peers are available for comparison.*
- c. If the listed entity is part of any sectoral index, the listed entity is to consider the other constituents of such sectoral index for the purpose of peer comparison which are in similar line of business.*
- d. In case there are no Industry Peers, the Listed Entity shall state that no Industry Peers are available for comparison.*

ITEM NO. 7 OF POSTAL BALLOT NOTICE:

Disclosure in accordance with
Industry Standards on “Minimum Information to be provided to the
Audit Committee and Shareholders for
Approval of Related Party Transactions (RPTs)”
 (“RPT Industry Standards”)

In Respect of Related Party Transactions with
GODREJ INDUSTRIES LIMITED (ULTIMATE HOLDING COMPANY)

PART A:

Minimum Information of the Proposed RPT, applicable to all RPTs

A (1): Basic Details of the Related Party:

S. No.	Particulars of the Information	Information provided by the Management
1.	Name of the related party	GODREJ INDUSTRIES LIMITED
2.	Country of incorporation of the related party	INDIA
3.	Nature of business of the related party	Manufacturing and marketing of oleochemicals, surfactants, specialty chemicals, and biotech products

A (2): Relationship and Ownership of the Related Party:

S. No.	Particulars of the Information	Information provided by the Management
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Godrej Industries Limited, the Related Party is a Company incorporated under the Companies Act, 1956. It is the Holding Company of Godrej Agrovet Limited, the Holding Company of the Company. Therefore, Godrej Industries Limited is the Ultimate Holding Company of the Company.

	<ul style="list-style-type: none"> Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <p>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</p>	<p>Not Applicable</p> <p>Not Applicable</p> <p>The Related Party is the Ultimate Holding Company of the Company, not holding any direct shareholding in the Issued, Paid-up and Subscribed Capital of the Company.</p>
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A (3): Details of Previous Transactions with the Related Party:

S. No.	Particulars of the information	Information provided by the Management									
1.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">S. No.</th> <th style="width: 70%;">Nature of Transactions</th> <th style="width: 25%;">FY 2025-26 (Rs. in Lakh)</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1.</td> <td>Expenses Charged by / Reimbursement made to Related Party</td> <td style="text-align: center;">5.32</td> </tr> <tr> <td style="text-align: center;">2.</td> <td>Expenses Charged to / Reimbursement made by Related Party</td> <td style="text-align: center;">1.48</td> </tr> </tbody> </table> <p>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</p>	S. No.	Nature of Transactions	FY 2025-26 (Rs. in Lakh)	1.	Expenses Charged by / Reimbursement made to Related Party	5.32	2.	Expenses Charged to / Reimbursement made by Related Party	1.48	
S. No.	Nature of Transactions	FY 2025-26 (Rs. in Lakh)									
1.	Expenses Charged by / Reimbursement made to Related Party	5.32									
2.	Expenses Charged to / Reimbursement made by Related Party	1.48									
2.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year upto the quarter immediately preceding the quarter in which the approval is sought.</p>	<p>Not Applicable since approval is sought in the first Quarter of the Financial Year 2026-27 itself.</p>									

3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	There is no such default.
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A (4): Amount of the proposed transaction(s):

S. No.	Particulars of the information	Information provided by the Management								
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee / Shareholders	Rs.105 Crore (Rupees One Hundred and Five Crore Only)								
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes								
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	23.17% of Annual Consolidated Turnover of the Company for Financial Year 2025-26 (Annual Consolidated Turnover of the Company for the Financial Year 2025-26 was Rs.45,321.65 Lakh.)								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable since approval of the Shareholders is being sought for the Related Party Transactions of the listed entity itself with its Ultimate Holding Company.								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	0.47% of Annual Consolidated Turnover of Godrej Industries Limited (Related Party) for the Financial Year 2025-26								
6.	<p>Financial performance of the related party for the immediately preceding financial year:</p> <table border="1" data-bbox="272 1549 914 1703"> <thead> <tr> <th data-bbox="272 1549 618 1591">Particulars</th> <th data-bbox="618 1549 914 1591">FY 2025-26 (INR)</th> </tr> </thead> <tbody> <tr> <td data-bbox="272 1591 618 1633">Turnover</td> <td data-bbox="618 1591 914 1633">4,809.15 Crore</td> </tr> <tr> <td data-bbox="272 1633 618 1675">Profit After Tax</td> <td data-bbox="618 1633 914 1675">61.02 Crore</td> </tr> <tr> <td data-bbox="272 1675 618 1703">Net Worth</td> <td data-bbox="618 1675 914 1703">1,769.26 Crore</td> </tr> </tbody> </table> <p>Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</p>	Particulars	FY 2025-26 (INR)	Turnover	4,809.15 Crore	Profit After Tax	61.02 Crore	Net Worth	1,769.26 Crore	
Particulars	FY 2025-26 (INR)									
Turnover	4,809.15 Crore									
Profit After Tax	61.02 Crore									
Net Worth	1,769.26 Crore									

A (5): Basic Details of the Proposed Transaction:

S. No.	Particulars of the information	Information provided by the Management		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	S. No.	Nature of Transactions	Amount (in INR)
2.	Details of each type of the proposed transaction	1	Sale of Goods / Materials / Rendering of Services	Rs. 100 Crore
		2	Purchase of Goods / Materials / Availing of Services	
		3	Receipt / Payment of Rent / Fees for Lease / Renting of Land / Premises / Property & Reimbursement of Expenses charged to / by the Related Party / Shared Services	Rs. 5 Crore
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	From 1 st April, 2026 up to 31 st March, 2027		
4.	Whether omnibus approval is being sought?	Yes		
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs.105 Crore (Rupees One Hundred and Five Crore Only) No approval has been sought for transactions extending beyond one financial year.		
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Astec LifeSciences Limited (“the Company”) specializes in manufacturing agrochemical active ingredients (technical), bulk formulations and intermediate products. The Related Party, which is the Ultimate Holding Company of the Company, is a leading provider of oleochemicals, surfactants, specialty chemicals, and biotech products, focusing on green chemistry and sustainability. Established in 1963, Godrej		

		<p>Industries Limited serves over 80 countries, with tailored solutions from its manufacturing locations and Research & Development (R&D) Center in India.</p> <p>Therefore, the Company intends to explore business opportunities with Godrej Industries Limited in its best interest.</p> <p>The proposed sale and purchase transactions are expected to enhance capacity utilisation of the Company's existing facilities, thereby improving operational efficiency and contributing to higher profitability, which is expected to be in the overall interest of the Company.</p>
7.	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p><i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.</p>	<p>None of the promoter(s)/ director(s) / key managerial personnel of the listed entity have interest in the transaction(s), whether directly or indirectly, financially or otherwise, except to the extent of their directorship or shareholding in the Related Party.</p>
	a. Name of the director / KMP	<i>Mr. Vishal Sharma – 0.01% (Additional, Non-Executive Chairman)</i>
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party (as on 31 st March, 2026)	<p><i>Mr. Burjis N. Godrej – 1.69% (Additional, Non-Executive Director)</i></p> <p><i>Mr. Mathew Eipe – 0.02% (Independent Director)</i></p> <p><i>Mr. Nadir B. Godrej – 16.91% (Member of the Promoter Group)</i></p> <p><i>Mr. Pirojsha A. Godrej – 5.84% (Member of the Promoter Group)</i></p> <p><i>Ms. Tanya Dubash – 5.80% (Member of the Promoter Group)</i></p> <p><i>Mr. Nisaba Godrej – 5.80% (Member of the Promoter Group)</i></p>
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	<p>The proposed transactions shall be undertaken in the ordinary course of business and on an arm's length basis. The pricing and other commercial terms have been benchmarked against comparable third-party transactions and are aligned with</p>

		prevailing market practices. The price / consideration for the transactions will be determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms at the time of execution of the transactions, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.
9.	Other information relevant for decision making.	Not Applicable

PART B

Information to be provided *only* if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A:

- B(1): Sale, purchase or supply of goods or services or any other similar business transaction and trade advances
- B(2): Loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary
- B(3): Investment made by the listed entity or its subsidiary
- B(4): Guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee)), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.
- B(5): Borrowings by the listed entity or its subsidiary
- B(6): Sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate¹.
- B(7): Transactions relating to payment of royalty

B (1): Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	There is no bidding process. Parties are chosen on the basis of product requirement, competitive prices and creditworthiness on mutually agreed terms.
2.	Basis of determination of price.	Arm's length price prevailing at the time of execution of the transaction The price / consideration for the transactions will be determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms at the time of

		execution of the transactions, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade Advance	Upto Rs.50 Crore
	b. Tenure	Upto 365 days
	c. Whether same is self-liquidating?	Yes

B (2): Disclosure *only* in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	Not Applicable since the proposed transactions do not relate to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary.
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. <i>Note:</i> <i>(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i> <i>(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.</i>	
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party	
5.	Maturity / due date	
6.	Repayment schedule & terms	
7.	Whether secured or unsecured?	
8.	If secured, the nature of security & security coverage ratio	
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	

B (3): Disclosure *only* in case of transactions relating to investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	Not Applicable since the proposed transactions do not relate to any investment by the listed entity or its subsidiary.
2.	Where any financial indebtedness is incurred to make investment, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.</i>	
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Purpose for which funds shall be utilized by the investee company.	
4.	Material terms of the proposed transaction	

B (4): Disclosure *only* in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the Management
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter (b) Whether it will create a legally binding obligation on listed entity?	Not Applicable since the proposed transactions do not relate to guarantee (excluding performance guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.
2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	

3.	<p>The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary.</p> <p>Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.</p>	
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B (5): Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	Material covenants of the proposed transaction	Not Applicable since the proposed transactions do not relate to any borrowings by the listed entity
2.	Interest rate (<i>in terms of numerical value or base rate and applicable spread</i>)	
3.	Cost of borrowing <i>Note: This shall include all costs associated with the borrowing.</i>	
4.	Maturity / due date	
5.	Repayment schedule & terms	
6.	Whether secured or unsecured	
7.	If secured, the nature of security & security coverage ratio	
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	

B (6): Disclosure *only* in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity.	Not Applicable since the proposed transactions do not relate to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity, or disposal of shares of subsidiary or associate
2.	Basis of determination of price.	
3.	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.	
4.	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:	

		FY 2025-26 (INR)	FY 2024-25 (INR)	FY 2023-24 (INR)
	Turnover			
	Net worth			
	Net Profit			
5.	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking.			
	a. Expected impact on turnover			
	b. Expected impact on net worth			
	c. Expected impact on net profits			

B (7): Disclosure *only* in case of transactions relating to payment of royalty:

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Purpose for which royalty is proposed to be paid to the related party in the current financial year.</p> <p><i>Note: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, <u>state the key components</u> of such agreements and <u>the reasons</u> royalty attributable to those key components could not be furnished separately.</i></p>	Not Applicable since the proposed transactions do not relate to payment of royalty.
	a. For use of brand name / trademark	
	b. For transfer of technology know-how	
	c. For professional fee, corporate management fee or any other fee	
	d. Any other use (specify)	

<p>2.</p>	<p>(a) The listed entity may confirm whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction.</p> <p>(b) If No, furnish information below. If royalty is paid to the parent company, disclose royalty received by the parent company from group entities in other jurisdiction:</p> <ul style="list-style-type: none"> • Minimum rate of royalty charged along with corresponding absolute amount • Maximum rate of royalty charged along with corresponding absolute amount <p><i>Note: The disclosure shall be made on a gross basis (Cost to the Company), including taxes paid on behalf of the recipient of royalty.</i></p>	
<p>3.</p>	<p>Sunset Clause for Royalty payment, if any.</p>	

PART C

Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B

C (1): Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Latest credit rating of the related party</p> <p><i>Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</i></p>	<p>Not Applicable since the proposed transactions do not relate to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary.</p>
2.	<p>Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default.</p> <p><i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p> <p>In addition, state the following:</p> <p>a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</p> <p>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p> <p><i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i></p>	
	FY 2025-26	
	FY 2024-25	
	FY 2023-24	

C (2): Disclosure *only* in case of transactions relating to any investment made by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>Latest credit rating of the related party</p> <p><i>Note:</i></p> <p>a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i></p> <p>b. <i>This shall be applicable in case of investment in debt securities.</i></p>	Not Applicable since the proposed transactions do not relate to any investment by the listed entity or its subsidiary.
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	

C (3): Disclosure *only* in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the Management
1.	<p>If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party</p> <p><i>Note:</i></p> <p>a. <i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i></p> <p>b. <i>This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p>	Not Applicable since the proposed transactions do not relate to guarantee (excluding performance guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.
2.	Details of solvency status and going concern status of the related party during the last three financial years:	
	FY 2025-26	
	FY 2024-25	
	FY 2023-24	

3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	
4.	<p>Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person.</p> <p><i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i></p> <p>In addition, state the following:</p> <p>a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</p> <p>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p> <p><i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i></p> <p>FY 2025-26</p> <p>FY 2024-25</p> <p>FY 2023-24</p>	

C (4): Disclosure *only* in case of transactions relating to borrowings by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	<p>Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements</p> <p><i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.</i></p> <p>a. Before transaction (as on 31st March, 2026)</p>	Not Applicable since the proposed transactions do not relate to any borrowings by the listed entity

	b. After transaction	
2.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
	<i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.</i>	
	a. Before transaction (as on 31 st March, 2026)	
	b. After transaction	

C (5): Disclosure *only* in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate

S. No.	Particulars of the information	Information provided by the management
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Not Applicable since the proposed transactions do not relate to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity, or disposal of shares of subsidiary or associate
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	
4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	

C (6): Disclosure *only* in case of transactions relating to payment of royalty

S. No.	Particulars of the information	Information provided by the management
1.	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years	Not Applicable since the proposed transactions do not relate to payment of royalty.
	<i>FY 2025-26</i>	
	<i>FY 2024-25</i>	
	<i>FY 2023-24</i>	

<p>2.</p>	<p>Purpose for which royalty was paid to the related party during the last three financial years.</p> <p><i>Explanation: For companies with a composite license agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, state the key components of such agreements and the reasons royalty attributable to those key components could not be furnished separately.</i></p>				
	<p>a. For use of brand name / trademark</p>				
	<p>b. For transfer of technology know-how</p>				
	<p>c. For professional fee, corporate management fee or any other fee</p>				
	<p>d. Any other use (specify)</p>				
<p>3.</p>	<p>Royalty paid in last 3 FYs as % of Net Profits of previous FYs</p>				
	<p><i>FY 2025-26</i></p>				
	<p><i>FY 2024-25</i></p>				
	<p><i>FY 2023-24</i></p>				
<p>4.</p>	<p>Percentage or Rate at which royalty has increased in the past 3 years, if any, vis-à-vis rate at which the turnover and profits after tax have increased during the same period.</p>				
<p>5.</p>	<p>Peer Comparison:</p> <p>Listed entity or its subsidiary paying royalty for any purpose shall also disclose whether any relevant Industry Peer pays royalties for the same purpose, which is disclosed in its audited annual financial statements for the relevant period:</p>				
		<p>Listed Entity / Subsidiary</p>	<p>Peer 1</p>	<p>Peer 2</p>	<p>Peer 3</p>
	<p>Royalty payment over last 3 years</p>	<p><i>Aggregate amount</i></p>	<p><i>Aggregate amount</i></p>	<p><i>Aggregate amount</i></p>	<p><i>Aggregate amount</i></p>
	<p>Royalty paid as a % of net profits over the last 3 years</p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>
	<p>Annual growth rate of Turnover over last 3 years</p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>	<p><i>N/A</i></p>

Explanation: *In the case of the payment of, the criteria for comparison with Industry Peers shall be as follows:*

- a. The Listed Entity will compare the royalty payment with a minimum of three suitable and relevant Industry Peers (i.e. apple to apple comparable Industry Peers), where feasible.*
- b. In cases where fewer than three Industry Peers are available, the listed entity will disclose, that only one or two peers are available for comparison.*
- c. If the listed entity is part of any sectoral index, the listed entity is to consider the other constituents of such sectoral index for the purpose of peer comparison which are in similar line of business.*
- d. In case there are no Industry Peers, the Listed Entity shall state that no Industry Peers are available for comparison.*
