Ref.No.: IYKOT/FY26-27/SEC/022
Date: 11th August 2026

To,

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

Scrip Code: BSE -522245; ISIN: INE079L01013

Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (''SEBI Listing Regulations'')

Dear Sir/Ma'am,

Pursuant to Regulation 36(1)(b) of the SEBI Listing Regulations, the Company has sent a letter providing a web-link of the Annual Report 2025-2026 to those Members who have not registered their e-mail addresses with the Company/Depositories. A copy of the letter is enclosed for your records. The above information is also available on the website of the Company www.iykot.com.

This is for your information and records.

Thanking You.

Yours faithfully,

For Iykot Hitech Toolroom Limited

VAISHALI SHARAD LAD
Digitally signed by VAISHALI SHARAD LAD
Date: 2026.08.11 18:01:59 +05'30'

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Vaishali Sharad Lad
Additional Director
DIN: 10252839

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE THIRTY-FIFTH (35TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF IYKOT HITECH TOOLROOM LIMITED (THE COMPANY) WILL BE HELD ON FRIDAY, SEPTEMBER 04, 2026, THROUGH VIDEO CONFERENCE ('VC') OR OTHER AUDIOVISUAL MEANS ('OAVM') AT 11:30 A.M (IST) TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

Item No. 1: Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on 31st March 2026, Profit and Loss A/c and Cash Flow Statement for the financial year ended 31st March 2026 together with the Report of the Board of Directors and the Auditors' thereon by way of an **Ordinary Resolution**.

SPECIAL BUSINESSES:

Item No. 2: Regularisation of Appointment of Mrs Aksha Mohit Kamboj as a Non-Executive Non-Independent Director:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, **Mrs. Aksha Mohit Kamboj** (DIN: 03347200), who was appointed as an Additional Director (Non-Executive Non-Independent) of the Company by the Board of Directors with effect from 27th April, 2026, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

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

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 3: Regularisation of Appointment of Mr. Sukumar Anand Shetty as a Non-Executive Non-Independent Director:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, **Mr. Sukumar Anand Shetty** (DIN: 03540525), who was appointed as an Additional Director (Non-Executive Non-Independent) of the Company by the Board of Directors with effect from 27th April, 2026, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution and to file necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 4: Regularisation of Appointment of Ms. Vaishali Sharad Lad as Whole-Time Director:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161, 196, 203 read with all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations] (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Company be and is hereby accorded to regularize and appoint **Ms. Vaishali Sharad Lad (DIN: 10252839)**, who was appointed as an Additional Director - Non-Executive of the Company, on 27th April 2026 and a subsequent change to Additional Director – Executive (Whole-Time Director) of the Company in the meeting held on 24th July 2026, for a period of five (5) consecutive years with effect from 24th July 2026 to 23rd July 2031.

RESOLVED FURTHER THAT the approval of the Company be and is hereby accorded for the terms of appointment of Ms. Vaishali Sharad Lad as set out in the Explanatory Statement annexed to this Notice, with authority to the Board of Directors (which shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter, vary, or revise the terms and conditions of the said appointment from time to time in such manner as may be agreed to between the Board of Directors and Ms. Vaishali Sharad Lad, subject to the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters, and things, and to sign and file all such forms, returns, and documents with the Registrar of Companies or any other statutory authority as may be necessary, proper, or expedient to give full effect to this resolution.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

<u>Item No. 5: Regularisation of Appointment of Mr. Vaibhav Agarwal (DIN: 11267514) as Non-Executive–Independent Director</u>

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, 161 and 197 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, applicable provisions of the

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, Mr. Vaibhav Agarwal (DIN: 11267514), who was appointed as an Additional Director (Non-Executive Independent Category) by the Board of Directors with effect from 21st July 2026, and who meets the criteria for independence under Section 149(6) of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of up to 5 (five) consecutive years with effect from 21st July 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197(5) and other applicable provisions of the Act read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Vaibhav Agarwal shall be entitled to receive sitting fees for attending meetings of the Board of Directors or Committees thereof, along with reimbursement of all legitimate expenses incurred by him in performance of his duties, as may be determined and approved by the Board of Directors (or a Committee thereof) from time to time, within the overall statutory limits prescribed under the Act.

RESOLVED FURTHER THAT pursuant to the proviso to Section 197(4) of the Act, approval of the Company be and is hereby accorded for the payment of professional fees to Mr. Vaibhav Agarwal for providing strategic advice, guidance, and professional services to the Company from time to time in relation to its business operations, new growth initiatives, and statutory, corporate, or regulatory compliance matters; provided that, in the opinion of the Nomination and Remuneration Committee / Board of Directors, the services rendered are of a professional nature and Mr. Vaibhav Agarwal possesses the requisite qualifications for the practice of the profession, and such professional fees shall not be treated as part of the managerial remuneration payable under Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including finalizing the quantum and payment terms of such professional fees within statutory boundaries and filing necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

<u>Item No. 6: Regularisation of Appointment of Mr. Rajesh Chunilal Bhojani (DIN: 01804482) as a Non-Executive Independent Director</u>

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161, and 197 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, Mr. Rajesh Chunilal Bhojani (DIN: 01804482), who was appointed as an Additional Director (Non-Executive Independent Category) by the Board of Directors with effect from 21st July 2026, and who meets the criteria for independence under Section 149(6) of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term of up to 5 (five) consecutive years with effect from 21st July 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197(5) and other applicable

provisions of the Act read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Rajesh Chunilal Bhojani shall be entitled to receive sitting fees for attending meetings of the Board of Directors or Committees thereof, along with reimbursement of all legitimate expenses incurred by him in performance of his duties, as may be determined and approved by the Board of Directors (or a Committee thereof) from time to time, within the overall statutory limits prescribed under the Act.

RESOLVED FURTHER THAT pursuant to the proviso to Section 197(4) of the Act, approval of the Company be and is hereby accorded for the payment of professional fees to Mr. Rajesh Chunilal Bhojani for providing strategic advice, guidance, and professional services to the Company from time to time in relation to its business operations, new growth initiatives, and statutory, corporate, or regulatory compliance matters; provided that, in the opinion of the Nomination and Remuneration Committee / Board of Directors, the services rendered are of a professional nature and Mr. Rajesh Chunilal Bhojani possesses the requisite qualifications for the practice of the profession, and such professional fees shall not be treated as part of the managerial remuneration payable under Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including finalizing the quantum and payment terms of such professional fees within statutory boundaries and filing necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 7: Regularisation of Appointment of Mr. Arjun Bikas Dutta (DIN11845860) as a Non-Executive Independent Director:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, 161, and 197 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, Mr. Arjun Bikas Dutta (DIN: 11845860), who was appointed as an Additional Director (Non-Executive Independent Category) by the Board of Directors with effect from 23rd July 2026 and who meets the criteria for independence under Section 149(6) of the Act, be and is hereby appointed as a **Non-Executive Independent Director** of the Company, not liable to retire by rotation, to hold office for a term of up to 5 (five) consecutive years with effect from 23rd July 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197(5) and other applicable provisions of the Act read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Arjun Bikas Dutta shall be entitled to receive sitting fees for attending meetings of the Board of Directors or Committees thereof, along with reimbursement of all legitimate expenses incurred by him in performance of his duties, as may be determined and approved by the Board of Directors (or a Committee thereof) from time to time, within the overall statutory limits prescribed under the Act.

RESOLVED FURTHER THAT pursuant to the proviso to Section 197(4) of the Act, approval of the Company be and is hereby accorded for the payment of professional fees to Mr. Arjun Bikas Dutta for providing strategic advice, guidance, and professional services to the Company from time to time in relation to its business operations, new growth initiatives, and statutory, corporate, or regulatory compliance matters; provided that, in the opinion of the Nomination and Remuneration Committee / Board of Directors, the services rendered are of a professional nature and Mr. Arjun Bikas Dutta possesses the requisite qualifications for the practice of the profession, and such professional fees shall not be treated as part of the managerial remuneration payable under Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including finalizing the quantum and payment terms of such professional fees within statutory boundaries and filing necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

<u>Item No. 8: Shifting of Registered Office of the Company and Consequent Alteration of the Situation Clause of the Memorandum of Association</u>

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

"**RESOLVED THAT** pursuant to the provisions of Sections 12, 13, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory amendment or modification or re-enactment thereof for the time being in force), and subject to the confirmation/approval of the respective Regional Director, Ministry of Corporate Affairs and such other approvals as may be required, the consent of the members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the "State of Tamil Nadu" to the "State of Maharashtra".

RESOLVED FURTHER THAT upon receipt of the necessary approvals, the existing Clause II of the Memorandum of Association of the Company be substituted and replaced by the following Clause:

'II. The Registered Office of the Company will be situated in the State of Maharashtra.'

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to take all such steps and actions as may be deemed necessary to give effect to the aforesaid resolution, including the filing of a Petition before the Regional Director, and to act for every purpose in connection therewith.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties"

<u>Item No. 9: Alteration of the Object Clause of the Memorandum of Association:</u>

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

"**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of the Registrar of Companies and such other statutory approvals as may be necessary, the consent of the Members of the Company be and is hereby accorded to alter the Object Clause of the Memorandum of Association of the Company by substituting the following sub-clause(s) under

Clause III(A) of the Memorandum of Association:

1. To carry on all or any of the business of goldsmiths, silver smiths, jewellers, gem and diamond merchants and of manufacturing and dealing in gold and silver coins, clocks, watches, jewellery, cutlery made of precious and semi-precious metals and stones and their components and accessories and of producing acquiring including a) trading in metals, bullion, gold ornaments, silver utensils, diamond, precious stones, paintings, manuscripts, antiques and objects of art and to carry on trading in or business of manufacturing, making, buying, selling, importing, exporting and dealing in ornaments and jewelleries of all kind whether of Gold, Silver, Platinum, rolled gold and other metals and alloys, precious and semi-precious gems and to establish and maintain factories and workshops for trading and b)

manufacturing of such ornaments and jewelleries and other articles and business of trading in gold and silver and the retail distribution of gold bars, silver bars, gold coins, silver coins and allied bullion products through physical retail stores, automated vending machines and online / e-commerce channels.

2. To carry on the business as land and mine owners, miners, metallurgists, metal workers and to acquire by purchase, concession or lease, to take in exchange or otherwise, or to erect, construct and alter, buildings, roads, shafts, furnaces, crushing and other machinery, works for smelting or otherwise treating, removing and storing metals and minerals, and for crushing, working, manufacturing, purifying, cutting, polishing or otherwise processing precious metals and precious stones, minerals, ores, earth and other substances.

3. To carry on the business of establishing, developing, operating, owning and managing and maintaining an online and/or offline trading platform, marketplace, exchange or electronic platform for facilitating, enabling and undertaking the purchase, sale, trade, exchange, dealing, broking, distribution and supply of bullion, gold, silver, platinum and other precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other related products, commodities and materials, and to act as traders, dealers, merchants, brokers, agents, intermediaries, facilitators, importers, exporters and distributors in respect thereof, subject to applicable laws, rules, regulations and approvals.

RESOLVED FURTHER THAT adding the following sub-clause(s) under Clause III(B) Matters which are necessary for furtherance of Objects Specified in CLAUSE III (A) Main Objects of the Memorandum of Association

1. To employ and pay mining experts, agents, and other persons, partnerships, companies or corporations, and to organize, equip and despatch expeditions for prospecting, exploring, reporting on, surveying, working and developing lands and properties, whether owned by this company or not, and to make advances to, and pay for or contribute to the expenses of, and otherwise assist, persons or companies prospecting, acquiring, settling on, farming, building on, mining, or otherwise developing any lands and properties, or desirous of so doing.

2. To purchase, take on lease or in exchange, or acquire by licence, auction, concession, grant, or otherwise, any lands, mines, mineral rights, buildings, easements, rights and privileges, machinery, plant, and other effects whatsoever in India or abroad, which the company may from time to time think proper to be acquired for any of its purposes.

3. To search for ores and minerals, mine, and grant for mining in or over any lands which may be acquired by the company and to lease any such lands and to sell or otherwise dispose of the lands, mines, or other property of the company.

4. To carry on the business of purchasing, selling, importing, exporting, dealing in and trading of bullion, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other allied products and commodities, and to act as merchants, traders, dealers, agents, brokers, distributors and intermediaries in connection therewith.

5. To establish, develop, operate and maintain warehouses, vaults, storage facilities and other infrastructure for the safe custody, storage, handling and management of bullion, precious metals, precious stones, diamonds, gemstones, jewellery and other related products and

commodities.

6. To undertake or facilitate the assaying, testing, valuation, grading, certification, authentication, refining, processing, cutting, polishing and other activities in relation to bullion, precious metals, precious and semi-precious stones, diamonds, gemstones and jewellery.

7. To provide technology-enabled services, software, digital infrastructure and other technological solutions for facilitating, managing and supporting transactions and trading activities relating to bullion, precious metals, precious stones, diamonds, gemstones, jewellery and other related products and commodities.

8. To act as agents, brokers, intermediaries, facilitators, consultants and service providers for manufacturers, refiners, traders, dealers, importers, exporters, buyers, sellers and other participants engaged in the business of bullion, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and related products and commodities.

9. To undertake the business of import, export, wholesale, retail, distribution and supply of bullion, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other allied and related products and commodities, subject to applicable laws, rules, regulations and approvals.

10. To acquire, purchase, take on lease or otherwise obtain offices, warehouses, vaults, premises, equipment, machinery, technology, software, intellectual property and other assets as may be necessary or convenient for carrying on the aforesaid businesses.

11. To enter into agreements, arrangements, collaborations, partnerships, joint ventures or other arrangements with individuals, firms, companies, institutions, financial institutions, technology providers and other entities for carrying out and promoting the business of the Company.

12. To undertake research, development and innovation in relation to technologies, systems, processes and solutions for improving transparency, efficiency, traceability, authentication and security in the trading and dealing of bullion, precious metals, precious stones, diamonds, gemstones, jewellery and related commodities.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to the above resolution, including filing necessary forms and documents with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 10: Approval for Sale of Fixed Assets:

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

"**RESOLVED THAT** pursuant to provisions of section 180 (1) (a) of Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) read with the Companies (Management and Administration) Rules, 2014 and other applicable rules thereunder (collectively, the "Act") and in accordance with all applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable SEBI Regulations if any, and subject to any other applicable Rules or Laws that may be required for the sale, consent of the Shareholders, be and is hereby accorded to the Company for the Sale of Machinery situated at Registered Office of the Company to any Individuals, Institutions, Body Corporate as detailed in the explanatory statement at such consideration as be decided by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company and/or any person authorized by the Board from time to time be and is hereby empowered and authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the above resolution.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

Item No. 11: Approval for Increase in Authorised Share Capital and Consequent Alteration of the Capital Clause of the Memorandum of Association:

To consider and if thought fit, to pass the following Resolution, with or without modification, as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, and 64 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the provisions of the Articles of Association of the Company, the consent of the Members be and is hereby accorded to increase the Authorised Share Capital of the Company from the present Rs. 15,00,00,000 (Rupees Fifteen Crore) divided into 3,00,00,000 (Three Crore) equity shares of the face value of Rs. 5/- each to Rs. 40,00,00,000/- (Rupees Forty Crore Only) divided into 8,00,00,000 (Eight Crore) Equity shares of the face value of Rs. 5/- each.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 of the Companies Act, 2013, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting it with the following new Clause V:

'V. The Authorised Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crore only) divided into 8,00,00,000 (Eight Crore) Equity Shares of Rs. 5/- (Rupees Five only) each with the power to increase or decrease the Capital of the Company and to divide the shares into several classes and attach thereto respectively conditions in such manner as may for the time being be provided by the Articles of the Company.'

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such acts, deeds, and things as may be necessary, proper, or expedient to give effect to this resolution and to file the necessary e-forms with the Registrar of Companies.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to certify a copy of this resolution and issue the same to all the concerned parties."

By Order of the Board of Directors
For Iykot Hitech Toolroom Limited

Sd/-
____

Ms. Drishti Dawara
Company Secretary & Compliance Officer
ACS No.: A71811
Place: Mumbai,
Date: 06.08.2026

Registered Office:
131/2, Thiruneermalai Road, Nagalkeni Chrompet, Chennai, Tamil Nadu, 600044

Email: IykotHitechToolroomLimited@aspect.global
Website: www.iykot.com
Investor Relations Email ID: grc@iykot.com
Corporate Identity Number: L27209TN1991PLC021330

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.iykot.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022. General Circular No. 10/2022 dated 28.12.2022,

General circular No. 09/2023 dated 25.09.2023 and **General circular No. 09/2024 dated 19.09.2024 and after due examination, it has been decided to allow companies to conduct their AGMs through VC or OAVM till further orders,** in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 1st September 2026 and ends on 3rd September 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 28th August 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and

email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at

Type of shareholders	Login Method
	https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	1) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. CDSL and NSDL

Login type	Helpdesk details
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
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 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password

Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Iykot Hitech Toolroom Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format

in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; IykotHitechToolroomLimited@aspect.global, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at IykotHitechToolroomLimited@aspect.global. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company at** IykotHitechToolroomLimited@aspect.global **/RTA email id** at murali@cameoindia.com

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 2 and 3: Regularisation of Appointment of Non-Executive Non-Independent Directors:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at their meeting held on 27th April 2026, appointed **Mrs. Aksha Mohit Kamboj** (DIN: 03347200) and **Mr. Sukumar Anand Shetty** (DIN: 03540525) as Additional Directors (Non-Executive & Non-Independent) of the Company.

The proposed Directors are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. Furthermore, they are not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other regulatory authority.

The Board believes that the Company will benefit immensely from their rich experience, knowledge, and specific expertise as under:

Sr. No	Name	Expertise
1	Mrs. Aksha Mohit Kamboj	Possesses extensive expertise in strategic business leadership, corporate governance, regulatory compliance, business development, and management of diversified businesses across the bullion, real estate, hospitality, infrastructure, retail, and CSR sectors. She has significant experience in formulating business strategies, driving growth, overseeing large-scale projects, and strengthening governance and operational excellence at both domestic and international levels.
2	Mr. Sukumar Anand Shetty	Possesses extensive expertise in Financial Management, Treasury Operations, Corporate Finance, Business Administration, Strategic Planning, Financial Structuring, Banking & Financial Institutions, Business Expansion, Operational Efficiency, Corporate Governance, and Risk Management.

Accordingly, the Board considers it desirable and in the best interest of the Company to regularise their appointments as Non-Executive Non-Independent Directors, liable to retire by rotation.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General Meetings are provided in the “Annexure” to this Notice.

Except for **Mrs Aksha Mohit Kamboj** and **Mr. Sukumar Anand Shetty**, their respective relatives who may be deemed interested in the resolutions pertaining to their own appointments, none of the other Directors, Key Managerial Personnel of the Company, or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 2 and 3 of this Notice.

The Board recommends the Ordinary Resolutions set out at Item Nos. 2 and 3 of the Notice for the approval of the Members.

<u>Item No 4: Regularisation of Appointment and Terms of Remuneration of Ms. Vaishali Sharad Lad (DIN: 10252839) as a Whole-Time Director:</u>

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Ms. Vaishali Sharad Lad (DIN: 10252839) as an Additional Director (Designated as Non-Executive) of the Company with effect from 27th April 2026, pursuant to Section 161(1) of the Companies Act, 2013 ("the Act").

Subsequently, considering her structural involvement and the operational requirements of the Company, the Board of Directors in its meeting held on 24th July 2026 approved a change in her category of designation from Additional Director - Non-Executive to Additional Director - Whole-Time Director (WTD) of the Company. This appointment is for a period of five (5) consecutive years, effective from 24th July 2026 to 23rd July 2031, subject to the approval of the shareholders at the ensuing General Meeting in terms of Section 152 of the Act, her office as a Whole-Time Director.

Ms. Vaishali Sharad Lad brings valuable expertise and leadership qualities to the Board. The Nomination and Remuneration Committee and the Board are of the view that her transition into an executive role as a Whole-Time Director will greatly strengthen the day-to-day management, corporate governance, and operational execution of the Company.

Tenure: 5 Years from 24th July 2026 to 23rd July 2031

Details of Remuneration sought to be paid: the appointment is proposed at NIL Remuneration in accordance with the provisions of Sections 196 and 197 read with Schedule V of the Companies Act, 2013.

In view of the Company being in the business establishment and restructuring phase under its new management, the Board considers it prudent to conserve financial resources during the initial period of operations. Accordingly, Ms. Vaishali Sharad Lad has voluntarily agreed to discharge the duties of Whole-Time Director without drawing any remuneration from the Company during this period.

Any future payout or payment of remuneration shall be subject to the recommendation of the Nomination and Remuneration Committee, approval of the Board of Directors, and necessary approvals of the Members, as applicable under statutory provisions.

Voluntary Waiver: Clarifies that the candidate has agreed to serve without salary.

Frequency of Payment: Not Applicable as no Remuneration has been Recommended.

Minimum Remuneration Clause: Not Applicable as no Remuneration has been Recommended.

The draft agreement/terms of appointment containing the detailed structural breakdown of her remuneration is open for inspection by members at the Registered Office of the Company during business hours on any working day up to the date of the AGM.

Except Ms. Vaishali Sharad Lad (being the appointee) and her relatives, none of the Directors, Key Managerial Personnel (KMPs), or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The Board recommends the passing of the Ordinary Resolution as set out in Item No. 4 of the Notice.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General Meetings are provided in the “Annexure” to this Notice.

Item Nos. 5 and 6: Regularisation of Appointment of Mr. Vaibhav Agarwal and Mr. Rajesh Chunilal Bhojani as Non-Executive Independent Directors:

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee (NRC), appointed **Mr. Vaibhav Agarwal (DIN: 11267514)** and **Mr. Rajesh Chunilal Bhojani (DIN: 01804482)** as Additional Directors in the capacity of Non-Executive Independent Directors with effect from **21st July 2026**, pursuant to Section 161(1) of the Companies Act, 2013 ("the Act").

Pursuant to Section 161(1) of the Act, they hold office as Additional Directors up to the date of this Annual General Meeting (AGM).

Mr. Vaibhav Agarwal and Mr. Rajesh Chunilal Bhojani have submitted:

1. Consent to act as Director in Form **DIR-2** pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

2. Intimation in Form **DIR-8** confirming that they are not disqualified from being appointed as Directors in terms of Section 164(2) of the Act.

3. Declarations of Independence under Section 149(6) of the Act confirming that they meet the criteria of independence.

In the opinion of the Board, both proposed Directors fulfil the conditions specified under the Act and SEBI (LODR) Regulations, 2015 for appointment as Independent Directors and are independent of the management.

In terms of Section 197(5) of the Act, they shall be entitled to receive sitting fees for attending meetings of the Board and/or Committees thereof, alongside reimbursement of out-of-pocket expenses. Further, pursuant to the proviso to Section 197(4) of the Act, they may be paid professional fees for strategic advice, guidance, and professional services rendered in relation to business operations and regulatory compliance, provided that in the opinion of the Board/NRC, they possess the requisite qualifications for practicing the profession.

Copies of the draft letters of appointment are available for inspection by members at the Registered Office during business hours up to the date of the AGM.

Except for Mr. Vaibhav Agarwal and Mr. Rajesh Chunilal Bhojani (with respect to their own respective resolutions), none of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolutions set out at Item Nos. 5 and 6 for approval by the members.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General

Meetings are provided in the "Annexure" to this Notice.

Item No. 7: Regularisation of Appointment of Mr. Arjun Bikas Dutta as a Non-Executive Independent Director:

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee (NRC), approved the appointment of **Mr. Arjun Bikas Dutta** as an Additional Director in the capacity of Non-Executive Independent Director with effect from 23rd July 2026, pursuant to Section 161(1) of the Companies Act, 2013 (“the Act”).

Pursuant to Section 161(1) of the Act, Mr. Arjun Bikas Dutta holds office as an Additional Director up to the date of this Annual General Meeting (AGM).

Mr. Arjun Bikas Dutta has submitted:

1. Consent to act as Director in Form **DIR-2** pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

2. Intimation in Form **DIR-8** confirming that he is not disqualified from being appointed as a Director under Section 164(2) of the Act.
3. Declaration of Independence under Section 149(6) of the Act confirming that he meets the criteria of independence.

In the opinion of the Board, Mr. Arjun Bikas Dutta fulfils the conditions specified under the Act and SEBI (LODR) Regulations, 2015 for appointment as an Independent Director and is independent of the management.

In terms of Section 197(5) of the Act, he shall be entitled to receive sitting fees for attending Board/Committee meetings along with reimbursement of expenses. Further, pursuant to Section 197(4) of the Act, he may be paid professional fees for providing strategic and professional guidance in compliance and business matters, subject to the opinion of the Board/NRC that he possesses the requisite professional qualification.

A copy of the draft letter of appointment is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM.

Except for **Mr. Arjun Bikas Dutta** (with respect to his resolution), none of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 7 for approval by the members.

Details regarding their profile, specific areas of expertise, and other disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2 (SS-2) on General Meetings are provided in the “Annexure” to this Notice.

Item No. 8: Shifting of Registered Office of the Company and Consequent Alteration of the Situation Clause of the Memorandum of Association:

The Registered Office of the Company is currently situated in the State of Tamil Nadu. The Board of Directors, at its meeting held on 24th July 2026, considered and approved a proposal to shift the Registered Office to the State of Maharashtra, subject to the necessary approvals of the shareholders and the Central Government (Regional Director).

The Board believes that shifting the Registered Office will lead to the proposed shifting of the Registered Office of the Company from Chennai, Tamil Nadu to Mumbai, Maharashtra is consequent to the change in the management and control of the Company. The new management is based in Mumbai, Maharashtra, and the proposed shift will align the Registered Office with the Company's principal management and administrative functions. The relocation is expected to facilitate efficient decision-making, better coordination of business operations, improved regulatory compliance, and effective implementation of the Company's proposed expansion into the bullion and retail business. The proposed shift is in the best interests of the Company and its stakeholders. The proposed shift will not adversely affect any stakeholder, including employees, shareholders, or creditors of the

Company.

Pursuant to Sections 12 and 13 of the Companies Act, 2013, shifting the Registered Office from one state to another and altering the Situation Clause (Clause II) of the Memorandum of Association requires approval by way of a Special Resolution of the members and confirmation from the Regional Director. A copy of the MOA showing the proposed alteration is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM.

None of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the proposed resolution. The Board recommends the Special Resolution for your approval.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for the approval of the Members

Item No. 9: Alteration of the Object Clause of the Memorandum of Association:

The Company is presently engaged in offering a comprehensive suite of injection moulding services, with a specialisation in Mould Design, Mould Making, and Injection Moulding. Our seasoned team of designers, engineers, and technicians works in close collaboration with customers, gaining an in-depth understanding of their unique requirements to offer bespoke solutions of the highest quality. Furthermore, our engineering support services encompass a broad range of key offerings, including product design, material selection and testing, production process optimization, meticulous quality control, and seamless packing and delivery.

However, upon reviewing the Company's business plans and market opportunities, the Board of Directors is of the view that the Company does not foresee adequate business opportunities or commercial viability in pursuing the said activities at present.

Accordingly, with a view to aligning the Main Objects of the Company with its revised business plans and exploring commercially viable opportunities in the bullion and precious metals sector and to enable the Company to commence this new line of business, it is necessary to alter the Main Object Clause (Clause III) of the Memorandum of Association (MOA) to accurately reflect these proposed activities. Pursuant to Section 13 of the Companies Act, 2013, altering the Object Clause requires the approval of the shareholders by way of a Special Resolution.

A copy of the MOA showing the proposed alteration is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM.

None of the Directors, Key Managerial Personnel, or their relatives are concerned or interested,

financially or otherwise, in this resolution. The Board recommends the Special Resolution for your approval.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for the approval of the Members.

Item No. 10: Approval for Sale of Fixed Assets

The Company currently holds Fixed Assets situated at Registered Office of the Company.

Object of and commercial rationale for carrying out such sale:

The Company intends to realign its business operations and resources towards the proposed new business activities, including trading, distribution and retail of bullion, gold, silver, precious metals, precious and semi-precious stones, diamonds, gemstones, jewellery and other related products.

The sale is proposed to facilitate the strategic restructuring of the Company's business, enable efficient deployment of capital and resources towards the proposed business activities, and provide the Company with an opportunity to pursue new avenues of growth and revenue generation.

The use of proceeds arising therefrom:

The consideration received from the sale is proposed to be utilized for the Company's business purposes, including working capital requirements, investment in and development of the proposed new business activities and other general corporate purposes, subject to applicable laws and regulatory approvals.

Applicability of Section 180(1)(a) of the Companies Act, 2013: The proposed sale of the aforementioned immovable property may be construed as the sale or disposal of an "undertaking" or "substantially the whole of the undertaking" under the provisions of Section 180(1)(a) of the Companies Act, 2013. Consequently, such a transaction requires the prior approval of the shareholders by way of a Special Resolution.

Applicability of Section 188 of the Companies Act, 2013 (Related Party Transaction): The Company proposes to keep the option open to sell the asset to any prospective buyer offering the best price, who is not a "Related Party" within the meaning of Section 2(76) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, provisions of Section 188 is not applicable.

Board Approval: The Board of Directors, at its meeting held on 06^{th} August 2026, evaluated the proposal and granted its in-principle approval for the sale of the said asset, at a consideration to be finalized by the Board based on market valuation. The Board is of the opinion that the proposed sale is in the overall best interest of the Company and its shareholders.

Interest of Directors and Key Managerial Personnel: None of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 10, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 10 of the Notice for the approval of the Members.

<u>Item No. 11: Approval for Increase in Authorised Share Capital and Consequent Alteration of the Capital Clause of the Memorandum of Association:</u>

The existing Authorised Share Capital of the Company is proposed to be increased to Rs. 40,00,00,000/- to provide the Company with greater financial flexibility and to facilitate the raising of additional capital as and when required. The increase is intended to support the Company's proposed expansion into the retail and bullion business, including funding future business operations, strategic growth initiatives, working capital requirements, and other corporate purposes. The enhanced capital structure will enable the Company to capitalize on emerging business opportunities and support its long-term growth objectives.

The provisions of Sections 13 and 61 of the Companies Act, 2013 require the Company to seek the approval of the Members for an increase in the Authorised Share Capital and the consequent alteration to the Capital Clause (Clause V) of the Memorandum of Association. A copy of the Memorandum of Association showing the proposed alteration is available for inspection at the Registered Office of the Company during business hours up to the date of the AGM. None of the Directors, Key Managerial Personnel, and their relatives are concerned or interested, financially or otherwise, in the resolution.
The Board recommends the Ordinary Resolution for your approval.

ANNEXURE TO NOTICE

Details of Directors seeking Appointment/Re-appointment at the Annual General Meeting

(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2))

Particulars	Director 1	Director 2	Director 3
Name of the Director	Mrs. Aksha Mohit Kamboj	Mr. Sukumar Anand Shetty	Ms. Vaishali Sharad Lad
Designation	Non-Executive Non-Independent Director	Non-Executive Non-Independent Director	Whole Time Director
DIN	03347200	03540525	10252839
Date of Birth	09/09/1985	01/06/1976	23/03/1990
Date of Original Appointment	27th April, 2026	27th April, 2026	27th April, 2026
Educational Qualifications	Post Graduate Diploma in Advertising, Media & Events and Bachelor of Commerce (B.Com)	Bachelor of Commerce (B.Com)	Bachelor of Commerce (B.Com)
Nature of expertise in specific functional areas	Strategic business leadership, Corporate governance, regulatory compliance, Business development	Financial management, operations, and business administration.	Financial management, treasury operations, investment decisions, fund planning, and liquidity management
Shareholding in the Company	Nil	Nil	Nil
Directorships held in other Listed Entities	Duke Offshore Limited	Duke Offshore Limited	None
Membership/ Chairmanship of Committees of other Boards of Listed Companies	None	Chairperson in Stakeholders Relationship Committee and Member in Audit Committee and	None

Particulars	Director 1	Director 2	Director 3
		Nomination Remuneration Committee	
Listed entities from which the person has resigned in the past three years	None	None	None
Disclosure of relationships between directors interse	None	None	None
Brief Resume	Mrs. Aksha Mohit Kamboj is a business leader with experience in multi-sector business operations including bullion, hospitality, real estate and infrastructure. She is associated with Aspect Global Ventures Private Limited and currently serves as Vice President of the India Bullion & Jewellers Association (IBJA). She has been involved in strategic leadership, governance and expansion of business operations across domestic and international markets.	Mr. Sukumar Anand Shetty is an experienced professional with significant expertise in financial management, treasury operations, and business administration. He has been associated with Aspect Global Ventures Private Limited and has contributed to strategic planning, financial structuring, and operational efficiency. His experience includes handling corporate finance, banking relationships, and supporting business expansion initiatives across multiple sectors	Ms. Vaishali Sharad Lad is a finance expert with over 14 years of experience at Aspect Global Group. She has expertise in cash flow management, banking strategies, structured finance, and capital allocation across multiple entities. She works closely with the Board and senior management in financial planning, budgeting, and evaluating business opportunities, and plays a key role in ensuring compliance and transparent financial reporting.

Particulars	Director 4	Director 5	Director 6
Name of the Director	**Mr. Vaibhav Agarwal**	**Mr. Rajesh Chunilal Bhojani**	**Mr. Arjun Bikas Dutta**

Particulars	Director 4	Director 5	Director 6
Designation	Non-Executive Independent Director	Non-Executive Independent Director	Non-Executive Independent Director
DIN	11267514	01804482	11845860
Date of Birth	18/01/1978	18/06/1966	15/06/1961
Date of Original Appointment	21st July 2026	21st July 2026	23rd July 2026
Educational Qualifications	Chartered Accountant	Masters in Management Studies	Post Graduate Diploma in Management (Marketing & Finance) M.Com
Nature of expertise in specific functional areas	Corporate finance, investment banking, capital markets, wealth management, and statutory compliance.	Operations, general management, strategic planning, business development, and supply chain management.	Media, sales and marketing, brand management, event management, and business operations.
Shareholding in the Company	Nil	Nil	Nil
Directorships held in other Listed Entities	1. Emerald Leisures Limited 2. Duke Offshore Limited	1. Gaudium IVF and Woman Health Ltd 2. Duke Offshore Limited	Duke Offshore Limited
Membership/Chairmanship of Committees of other Boards of Listed Companies	1. Member of Audit Committee, Member of Nomination and Remuneration Committee and Member of Stakeholders Relationship Committee of Emerald Leisures Limited 2. Chairperson in	1. Member of Audit Committee and Member of Nomination and remuneration committee of Gaudium IVF and Woman Health Ltd 2. Chairperson in Nomination and Remuneration Committee, Member in	Member in Audit Committee, Member of Stakeholders Relationship Committee and Member of Nomination and remuneration committee of

Particulars	Director 4	Director 5	Director 6
	Audit Committee of Duke Offshore Limited	Stakeholders Relationship Committee	
Listed entities from which the person has resigned in the past three years	None	None	None
Disclosure of relationships between directors inter-se	None (Independent Category)	None (Independent Category)	None (Independent Category)
Brief Resume	Mr. Vaibhav Agarwal is a qualified Chartered Accountant and a seasoned banking and financial services professional with over 23 years of experience in strategy, business development, credit administration, risk management, client servicing, and recovery management. He has demonstrated strong expertise in driving business growth, managing operations efficiently, and implementing strategic initiatives aligned with organizational objectives.	Mr. Rajesh Chunilal Bhojani holds a Master's in Management Studies from Mumbai University (Narsee Monjee Institute of Management Studies – NMIMS). He has over 41 years' experience, including leadership roles at UTI Mutual Fund and Aditya Birla Sun Life Insurance and Aditya Birla Sun Life AMC. At UTI, he helped scale up its distribution network during the transition from a public sector entity to a private sector Mutual Fund. At Birla Sun Life, he worked extensively in building sales and marketing across asset management, life insurance, and wealth management businesses. He has been an Independent	Mr. Arjun Bikas Dutta is a seasoned Financial Consultant and Compliance, Regulatory & Risk Governance Leader with over 35 years of distinguished experience in the banking and financial services sector, including extensive leadership roles at the Reserve Bank of India (RBI) and HDB Financial Services. He possesses deep expertise in regulatory compliance, enterprise risk management, corporate governance, and financial sector regulations across banks, NBFCs, and cooperative institutions. He is an accomplished

Particulars	Director 4	Director 5	Director 6
		Director with PPFAS AMC for nearly ten years, and is currently an Independent Director at Motilal Oswal Asset Management Co. Limited, and at Gaudium IVF and Woman Health Ltd (BSE and NSE listed).	leader in institutional capability building, with a strong track record of mentoring teams, developing compliance cultures, and delivering training and knowledge transfer initiatives.