Hella Infra Market Limited
CIN: U46632MH2016PLC283737
Registered Office: 4th Floor, Office No. 401, Olethia Business Spaces, Plot No. A-184 and A-185, Road No. 16Z, Opposite Ashar IT Park, Wagle Industrial Estate, Thane (West) 400604, Maharashtra, India
Contact No: +91 9606350000; Email ID: cs@infra.market ; Website: www.infra.market

POSTAL BALLOT NOTICE

(Pursuant to Sections 108 and 110 of The Companies Act, 2013 read with Rules 20 and 22 of The Companies (Management and Administration) Rules, 2014)

To
The Members of the Company,

Notice is hereby given pursuant to sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**"), read with rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**") to the extent applicable, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2) (including any statutory modifications, amendments thereto or re-enactment thereof, the circulars, notifications, guidelines, if any, issued by The Ministry of Corporate Affairs ("**MCA Circulars**") Government of India, in this regard) by Hella Infra Market Limited ("**Company**") to transact the special business set out hereunder by passing special resolution, through postal ballot only, by voting through electronic means ("**remote e-voting**").

In compliance with the MCA Circulars and pursuant to other applicable laws and regulations, this Postal Ballot Notice ("**Notice**") is being sent only in electronic form to those Members whose e-mail addresses are registered with the Company/ Depositories/ Registrar and Share Transfer Agent and whose names appear in the Register of Members and/or List of Beneficial Owners as on Friday, November 13, 2026 (**Cut-Off Date**) to enable them to cast their votes electronically. Further in compliance with the MCA Circulars and pursuant to other applicable laws and regulations, the Company is pleased to offer remote e-voting facility to all its Members to cast their votes electronically instead of submitting postal ballot forms. Members are requested to read the instructions in the '**Notes'** forming part of this Notice. The Company has engaged the services of KFin Technologies Limited, Registrar and Share Transfer Agent ("**KFinTech**") for the purpose of providing remote e-voting facility to its Members.

Pursuant to sections 102 and 110 of the Act, the explanatory statement pertaining to the said resolution setting out the material facts and the reasons thereof is annexed to this Notice.

The Notice will also be placed on the website of the Company at <www.infra.market> and on the website of KFinTech at <https://evoting.kfintech.com>. The Notice can also be accessed from the website of the stock exchange i.e. BSE Limited ("**BSE**") at <www.bseindia.com>.

The schedule of remote e-voting is as under:

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Friday, November 20, 2026 at 09:00 a.m. (IST)	Saturday, December 19, 2026 at 05:00 p.m. (IST)

The Board of Directors of the Company has appointed Ms. Ria Ahuja (Membership ACS No. 29556 C.P. No. 16838), Practising Company Secretary, as the Scrutinizer ("**Scrutinizer**") for conducting the Postal Ballot only through the remote e-voting process and for scrutinizing the votes cast therein, in a fair and transparent manner.

The Scrutinizer will submit the report to the Chairman of the Company, or in his absence any person authorized by the Chairman, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced by the Chairman of the Company or by the Company Secretary, authorised by the Chairman in writing on or before Monday, December 21, 2026.

The said results along with the Scrutinizer's Report would be intimated to BSE, where the non-convertible securities of the Company are listed as per regulatory requirements. The results will also be uploaded on the Company's website at <www.infra.market> and on the website of KFinTech at <https://evoting.kfintech.com> and shall also be displayed at the registered office of the Company for at least 3(three) days.

The resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a general meeting of the Members convened on that behalf. The proposed resolution, if approved, will be taken as having duly passed on the last date specified for remote e-voting by the requisite majority of Members by means of Postal Ballot i.e. Saturday, December 19, 2026.

The Special Resolution proposed to be passed through Postal Ballot by e-voting together with the explanatory statement setting out the material facts are as follows:

SPECIAL BUSINESS:

Item No. 1: To consider and approve the shifting of the registered office of the Company from the State of Maharashtra to the State of Haryana and consequent alteration of Clause 2 of the Memorandum of Association of the Company.

To consider and if thought fit, to pass the following resolution as a **special resolution**.

"**RESOLVED THAT** pursuant to the provisions of sections 12, 13, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with rule 30 of the Companies (Incorporation) Rules, 2014 and rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications, amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India), the Articles of Association of the Company, and the recommendation made by the Board of Directors of the Company ("**Board**" which term shall be deemed to include one or more committee(s) constituted by the Board to exercise its powers including the powers conferred by this resolution) at its meeting held on November 05, 2026, and subject to the confirmation of the Central Government (powers delegated to the Regional Director, Western Region Directorate II, Navi Mumbai ("**Regional Director**")) and such other approvals, consents, permissions and sanctions 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 Maharashtra, i.e. from *<4th Floor, Office No. 401, Olethia Business Spaces, Plot No. A-184 and A-185, Road No. 16Z, Opposite Ashar IT Park, Wagle Industrial Estate, Thane (West) 400604, Maharashtra, India>*, to the State of Haryana, at *<Unit No.138 1st Floor, SRS Tower, near Metro Station Mewla Maharajpur, G.T. Road, Faridabad 121003, Haryana, India>* or at such other place within the State of Haryana as the Board may decide ("**Shifting of Registered Office**").

RESOLVED FURTHER THAT subject to the approvals aforesaid, the existing Clause 2 of the Memorandum of Association of the Company ("**MoA**") be altered by substituting the same with the following new Clause 2:

"2nd. The Registered Office of the Company will be situated in the State of Haryana i.e. within the jurisdiction of the Registrar of Companies, Haryana at Chandigarh."

RESOLVED FURTHER THAT the Board be and is hereby authorised, for and on behalf of the Company, to take, from time to time, all such decisions and steps as it may deem necessary, expedient or proper in connection with the Shifting of Registered Office, including but not limited to: (i) signing, verifying and filing the petition/application, affidavits, declarations, undertakings and such other documents as may be required with the jurisdictional Regional Director, the Registrar of Companies and/or such other statutory authority(ies) as may be necessary; (ii) appointing and authorising practising company secretary(ies), advocate(s) and/or such other professional(s) as may be necessary to appear before and represent the Company, make statements and furnish information to the aforesaid authority(ies); (iii) filing such forms, e-forms and/or web forms with the aforesaid authority(ies) as may be required; (iv) agreeing to such conditions, modifications and amendments as may be imposed, required or suggested by aforesaid authority(ies), making such other changes as the Board may deem fit and proper; (v) issuance of notices, advertisements as other writings as may be required; (vi) settling all questions, difficulties or doubts that may arise in this regard; (vii) delegating all or any of the powers conferred herein to any Director(s), the Company Secretary and Compliance Officer of the Company or any other officer(s) of the Company; and (viii) intimating the relevant stakeholders about Shifting of Registered Office and generally doing all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT Mr. Souvik Pulakesh Sengupta, Whole Time Director and CEO, Mr. Aaditya Gajendra Sharda, Whole Time Director and COO and Ms. Pinal Patel, Company Secretary and

Compliance Officer of the Company, be and are hereby severally authorised to certify a copy of this resolution and issue the same to all concerned parties, as and when required."

By order of the Board
For Hella Infra Market Limited

Sd/-

Name	:	Pinal Patel
Designation	:	Company Secretary and Compliance Officer
Address	:	Registered Office: 4th Floor, Office No. 401, Olethia Business Spaces, Plot No. A-184 and A-185, Road No. 16Z, Opposite Ashar IT Park, Wagle Industrial Estate, Thane (West) 400604, Maharashtra
Membership no.	:	A27910
Place	:	Thane, Maharashtra
Date	:	November 05, 2026

NOTES:

1. The explanatory statement pursuant to Sections 102 and 110 of the Act read with rules made thereunder, setting out the material facts and necessary disclosures pertaining to the aforesaid resolution is annexed hereto and forms part of the Notice.

2. In compliance with the MCA Circulars and rules made thereunder and LODR Regulations to the extent applicable, this Notice is being sent electronically only to the Members whose names appear in the Register of Members and/or List of Beneficial Owners as received from National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") (collectively referred to as "**Depositories**") and whose e-mail addresses are registered and are available with the Company/the Company's Registrar and Transfer Agents *viz.,* KFin Technologies Limited ("**KFinTech**")/Depositories as on Friday, November 13, 2026 ("**Cut-Off Date**"). In accordance with the relevant MCA Circulars, physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The voting rights shall be reckoned in proportion to their share in the paid-up share capital, registered in the name(s) of the Member(s) as on the Cut-Off Date in accordance with the Article of Association of the Company.

3. A copy of this Notice is also available on the website of the Company at <www.infra.market>, the relevant section of the website of the stock exchange *viz.* BSE: <www.bseindia.com> and on the website of KFinTech: <https://evoting.kfintech.com>.

4. **Process for those Members whose e-mail ids are not registered with the Depositories/ KFinTech/Company for procuring user id and password and registration of e-mail ids for e-voting for the resolution set out in this Postal Ballot Notice:**

   (a) Members holding shares in dematerialised mode, who have not registered / updated their mail address with their Depository Participant(s), are requested to register / update their e-mail address with the Depository Participant(s) with which they maintain their demat accounts.

   (b) After due verification, the Company / KFinTech will forward your login credentials to your registered e-mail address.

   (c) Follow the instructions provided below 'Procedure for E-Voting' to cast your vote.

   Members can also update their mobile number and e-mail address in the "user profile details" in their e-voting login on <https://evoting.kfintech.com>.

5. **Any Member who has forgotten the User ID and Password, may obtain / generate / retrieve the same from KFinTech in the manner as mentioned below**:

   a. If the mobile number of the Member is registered against his / her / its Folio No. / DP ID Client ID:

      In case the shares are held in dematerialised mode: The Member may send SMS: **MYEPWD <SPACE> DP ID Client ID** to **9212993399**

      Example for NSDL: MYEPWD <SPACE> IN12345612345678

      Example for CDSL: MYEPWD <SPACE> 1402345612345678

   b. If e-mail address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate password.

c. If the Member is already registered with KFinTech's e-voting platform, then he / she / it can use his / her / its existing password for logging-in.

6. In compliance with the MCA Circulars and the provisions of sections 108 and 110 of the Act, read with rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Act, the Members can cast their votes on the resolution as listed out in the Notice through electronic voting i.e., remote e-voting only. The detailed procedure for remote e-voting is listed down in the e-voting section. The Company has engaged the services of KFinTech to facilitate remote e-voting to enable the Members to cast their votes electronically.

7. The remote e-voting shall commence on **Friday, November 20, 2026 at 09:00 a.m. (IST)** and concludes on **Saturday, December 19, 2026 at 05:00 p.m. (IST)**. The remote e-voting module shall be disabled by KFinTech thereafter and voting shall not be allowed beyond 05:00 p.m. (IST) on **Saturday**, **December 19, 2026**. Members are requested to cast their votes on or before the said date and time in order to consider the votes as valid. During this period, Members of the Company holding shares either in physical or electronic form, as on the Cut-Off Date, i.e. **Friday, November 13, 2026**, shall be eligible to cast their vote electronically.

8. The voting rights of the Members (registered in the name of the Member) shall be reckoned in proportion to their share in the paid-up share capital of the Company in accordance with the Article of Association of the Company. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.

9. Once the vote on the resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

10. The resolution as stated in the Notice, if approved by the Members with requisite majority shall be deemed to have been passed as on the last date for remote e-voting i.e. Saturday, December 19, 2026. The resolution passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.

11. The Board of Directors of the Company has appointed Ms. Ria Ahuja (Membership ACS No. 29556 C.P. No. 16838), Practising Company Secretary, as the Scrutinizer, who is not in the employment of the Company, for conducting the Postal Ballot only through the remote e-voting process and scrutinizing the votes cast therein, in a fair and transparent manner. The Scrutinizer has given the willingness/consent for engagement in the Postal Ballot exercise.

12. The Scrutinizer shall, consequent to the completion of the voting period, scrutinize the votes cast and shall submit the report to the Chairman of the Company or in his absence any person authorized by the Chairman and results in connection with the voting shall be declared by the Chairman or by the Company Secretary, authorised by the Chairman in writing, who will acknowledge the receipt of the same and declare the results of the e-voting not later than **Monday, December 21, 2026**.

13. The results declared along with the Scrutinizer's Report shall also be made available on the website of the Company at <www.infra.market> and on the website of KFinTech at <https://evoting.kfintech.com> The results shall also be communicated to the stock exchange *viz.* BSE <www.bseindia.com> The results shall also be displayed on the Notice Board at the registered office of the Company for at least 3(three) days.

14. Members desirous of inspecting the documents referred to in the Postal Ballot Notice or explanatory statement can inspect the same on any working day between 09:00 a.m. (IST) to 05:00 p.m. (IST) until the last date of remote e-voting, at the registered office of the Company. Members may also inspect the said documents electronically by sending a request from their registered e-mail address to <cs@infra.market>, mentioning their name, DP ID and Client ID/ Folio No., with the subject "Inspection of Documents – Postal Ballot".

15. **PROCEDURE FOR E-VOTING:**

I. **Login method for e-voting for Individual Members holding securities in demat mode.**

Pursuant to SEBI circular - SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/website of Depository(ies)/Depository Participants ("**DPs**") in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

Members are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

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

Type of Members	Login method
Individual Members holding securities in demat mode with NSDL	**A. Users registered for NSDL IDeAS facility:** 1. Open web browser and type 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. 2. A new screen will open. 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. 3. Click on options available against Company name or e-voting service provider - **KFintech** and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	B. Users not registered for IDeAS e-Services: Option to register is available at <https://eservices.nsdl.com> Select **"Register Online for IDeAS"** Portal or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp> and proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.
	C. By visiting the e-voting website of NSDL: 1. Visit the e-voting website of NSDL. Open web browser and type 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 **"Login"** icon, available under the **'Shareholder/Member'** section. 2. A new screen will open. 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. 3. Click on options available against Company name or e-voting service provider - **KFintech** and you will be re-directed to e-

	voting service provider website for casting your vote during the e-voting period.
	D. NSDL Speede Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  

Individual Members holding securities in demat mode with CDSL	**A. Existing users who have opted for Easi/Easiest:** 1. Open web browser and type: <www.cdslindia.com> and click on login icon and select New System Myeasi. 2. Members can login through their existing user ID and password. Option will be made available to reach e-voting page without any further authentication. 3. After successful login on Easi/Easiest, the user will also be able to see the e-voting Menu. The menu will have links of ESPs. Click on **KFintech** to cast your vote.
	B. Users who have not opted for Easi/Easiest: Option to register for Easi/Easiest is available at <www.cdslindia.com>. Proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.
	C. By visiting the e-voting website of CDSL: 1. The user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in <www.cdslindia.com>. The system will authenticate the user by sending OTP on registered Mobile & e-mail ID as recorded in the demat Account. 2. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of e-Voting Service Provider, i.e., **KFintech**.
Individual Members (holding securities in demat mode) logging through their depository participant(s)	1. Members can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-voting facility. Once logged-in, you will be able to see e-voting option. 2. Once you click on e-voting option, you will be redirected to NSDL/CDSL website after successful authentication, wherein you can see e-voting feature.

	3. Click on option available against Company name or e-voting service provider - **KFintech** and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.
Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at respective websites.	
Helpdesk for Individual Members holding securities in demat mode who need assistance for any technical issues related to login through Depository i.e., NSDL and CDSL:	
Members facing any technical issue - NSDL	**Members facing any technical issue – CDSL**
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <evoting@nsdl.co.in> or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000.	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <helpdesk.evoting@cdslindia.com> or contact on 1800 22 55 33.

II. Login method for e-voting for Members other than individual Members holding securities in demat mode and Members holding securities in physical mode.

1. Initial password is provided in the body of the e-mail.
2. Launch internet browser and type the URL:< https://evoting.kfintech.com> in the address bar.
3. Enter the login credentials i.e., User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting your votes.
4. After entering the details, click on LOGIN.
5. You will reach the password change menu wherein, you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case(a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.
7. On successful login, the system will prompt you to select the EVENT, i.e. **10325.**
8. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/ 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut- off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.
9. Members holding multiple folios/demat accounts may choose to vote separately for each folio/demat account.
10. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on all the resolutions.
11. Corporate/institutional Members (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to vote, to the Scrutinizer through email at <csriaahuja@gmail.com> and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'HIML_EVENT No.'

In case of any queries, Members may refer the Frequently Asked Questions (FAQs) and e-voting User Manual for Members, available at the download section of <https://evoting.kfintech.com> or contact

KFinTech at Tel No. 1800 309 4001 (toll free). In case of any queries/grievance connected with e-voting, Members may kindly contact Mr. Hanumantha Rao Patri, AVP, KFinTech on Tel no. 040 67162222 or send an email to <einward.ris@kfintech.com>.

By order of the Board
For **Hella Infra Market Limited**

Sd/-

Name	:	Pinal Patel
Designation	:	Company Secretary and Compliance Officer
Address	:	Registered Office: 4th Floor, Office No. 401, Olethia Business Spaces, Plot No. A-184 and A-185, Road No. 16Z, Opposite Ashar IT Park, Wagle Industrial Estate, Thane (West) 400604, Maharashtra
Membership no.	:	A27910
Place	:	Thane, Maharashtra
Date	:	November 05, 2026

EXPLANATORY STATEMENT

Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out material facts concerning the item of special business to be transacted by way of a postal ballot through remote e-voting is detailed hereunder.

Capitalized words used herein but not defined shall have the same meaning as ascribed to them in the Members' resolution set out as item no. 1 of the special business.

Item No. 1: To consider and approve the shifting of the registered office of the Company from the State of Maharashtra to the State of Haryana and consequent alteration of Clause 2 of the Memorandum of Association of the Company.

The Board at its meeting held on November 05, 2026 approved and recommended to the Members, the shifting of the registered office of the Company from its existing address in the State of Maharashtra i.e. from *<4th Floor, Office No. 401, Olethia Business Spaces, Plot No. A-184 and A-185, Road No. 16Z, Opposite Ashar IT Park, Wagle Industrial Estate, Thane (West) 400604, Maharashtra, India>*, to the State of Haryana, at *<Unit No.138 1st Floor, SRS Tower, near Metro Station Mewla Maharajpur, G.T. Road, Faridabad 121003, Haryana, India>* or at such other place within the State of Haryana as the Board may decide, subject to approvals of the Members and the Central Government (powers delegated to the Regional Director, Western Region Directorate II, Navi Mumbai).

For reasons of administrative convenience, operational efficiency and better management of the affairs of the Company, the Company proposes to shift its registered office to the State of Haryana.

Pursuant to sections 12, 13, 110 and all other applicable provisions, if any, of the Act read with applicable rules made thereunder, for shifting the registered office of the Company from the State of Maharashtra to the State of Haryana and consequential alterations to the MOA, prior approval of the Members of the Company is required by way of special resolution through postal ballot and subject to the approval of Central Government (power delegated to the Regional Director, Western Region Directorate II, Navi Mumbai).

Further, consequent upon the shifting of registered office of the Company, it is also proposed to alter the 2nd Clause of the Memorandum of Association of the Company as follows:

"2nd. The Registered Office of the Company will be situated in the State of Haryana i.e. within the jurisdiction of the Registrar of Companies, Haryana at Chandigarh."

It is hereby confirmed that the rights of any of the shareholders, debenture holders, creditors or employees of the Company shall not be prejudiced or impacted pursuant to shifting of the registered office to the State of Haryana. Further, no employee of the Company shall be retrenched as a consequence of the shifting of the registered office, and the shifting will not affect the business operations of the Company.

Accordingly, in view of the above, approval of the Members is sought by way of postal ballot through remote e-voting for shifting the registered office of the Company from the State of Maharashtra to the State of Haryana and consequent alteration of the Clause 2 of the Memorandum of Association of the Company.

A draft of altered MOA with the aforesaid alterations, shall be available for inspection by the Members of the Company on any working day between 09:00 a.m. (IST) to 05:00 p.m. (IST) up to December 19, 2026, at the registered office of the Company and electronically, in the manner set out in the Notes to this Notice.

The Board recommends the resolution set out at Item No. 1 of the notice for approval of the Members as a **special resolution**.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

By order of the Board
For **Hella Infra Market Limited**

Sd/-

Name	:	Pinal Patel
Designation	:	Company Secretary and Compliance Officer
Address	:	Registered Office: 4th Floor, Office No. 401, Olethia Business Spaces, Plot No. A-184 and A-185, Road No. 16Z, Opposite Ashar IT Park, Wagle Industrial Estate, Thane (West) 400604, Maharashtra
Membership no.	:	A27910
Place	:	Thane, Maharashtra
Date	:	November 05, 2026