

CORRIGENDUM TO THE NOTICE OF THE 8TH ANNUAL GENERAL MEETING

This Corrigendum is issued in continuation of and should be read together with the Notice of the 8th Annual General Meeting (“AGM”) of **Astonea Labs Limited**, scheduled to be held on **Saturday, 27th December 2025 at 11:00 A.M.** at Mercure Hotel, Plot No 51, Near Tribune Chowk, Industrial Area Phase II, Chandigarh, 160002.

WITHDRAWAL OF ITEM NO. 5 FROM THE NOTICE OF 8TH AGM OF THE COMPANY

Members are hereby informed that Item No. 5 of the AGM Notice, relating to:

“TO APPROVE THE MODIFICATION OR VARIATION IN THE UTILISATION OF IPO PROCEEDS.”

was inadvertently included in the AGM agenda. The item was placed in the Notice for shareholders’ knowledge and understanding; however, as per the applicable provisions of the Companies Act, 2013 and related rules, its approval is required to be obtained through Postal Ballot and not at the AGM.

Accordingly:

- a. Item No. 5 is hereby withdrawn from the agenda of the AGM, and
- b. No resolution in respect of this item will be placed before the Members at the AGM.
- c. No e-voting will be conducted for this item during the e-voting period of this AGM.

The Company will initiate a separate Postal Ballot process to obtain members’ approval on the said matter in compliance with applicable laws.

All other items, terms, and conditions in the AGM Notice dated 03.12.2025 remain unchanged and valid.

This Corrigendum forms an integral part of the AGM Notice dated 03.12.2025 and 8th Annual Report of the Company.

By Order of the Board
Astonea Labs Limited

Sd/-

Ashish Gulati
Managing Director
DIN:07419339

Date: 16.12.2025
Place: Panchkula

NOTICE OF THE 8th ANNUAL GENERAL MEETING

Notice is hereby given that the **8th Annual General Meeting (“AGM”)** of the Members of **Astonea Labs Limited (“the Company”)** will be held on **Saturday 27th December 2025 at 11:00 A.M.** at Mercure Hotel, Plot no 51, Near Tribune Chowk, Industrial Area Phase II, Chandigarh-160002 in accordance with the applicable provisions of the Companies Act, 2013, MCA and SEBI circulars, to transact the business as set out below.

ORDINARY BUSINESS

1. **TO ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR 2024-25 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**

To receive, consider and adopt the Audited Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2025, the statement of Profit and Loss, Cash Flow Statement for the financial year ended **31st March 2025** and explanatory notes annexed to and forming part of the said documents, together with the Reports of the Board of Directors and Auditors thereon.

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

“**RESOLVED THAT** the Audited Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2025, the statement of Profit and Loss, Cash Flow Statement for the financial year ended **31st March 2025** and explanatory notes annexed to and forming part of the said documents for the financial year ended 31st March 2025, together with the Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered, and adopted.”

2. **TO CONSIDER THE RETIREMENT OF MR. PARDEEP SINGH (DIN: 10345015), BEING THE DIRECTOR LIABLE TO RETIRE BY ROTATION, AND TO APPROVE THE APPOINTMENT OF MR. VIKRANT (DIN: 08686283) IN HIS PLACE**

In accordance with Section 152(6) of the Companies Act, 2013, **Mr. Pardeep Singh**, Director, being the Director liable to retire by rotation, retires at the ensuing Annual General Meeting. As he has not offered himself for re-appointment, the vacancy arising due to his retirement will not be filled by his reappointment.

It is further noted that Mr. Vikrant, who was appointed as an Additional Director (Non-Executive, Non-Independent) at the previous Board Meeting dated 10th November, 2025 holds office up to the date of the forthcoming Annual General Meeting. Based on the recommendation of the Nomination and Remuneration Committee, the Board proposes to regularise his appointment as a Director of the Company, liable to retire by rotation, subject to the approval of the shareholders.

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Pardeep Singh, Director, who retires by rotation at this Annual General Meeting and has not offered himself for re-appointment, be noted as retired, and the vacancy arising due to his retirement shall not be filled by his reappointment.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and based on the recommendation of the Nomination and Remuneration Committee, the appointment of Mr. Vikrant (DIN: 08686283), who was appointed as an Additional Director (Non-Executive, Non-Independent) with effect from 10th November 2025 and holds office up to the date of this Annual General Meeting, be and is hereby regularised as a Director of the Company, liable to retire by rotation, subject to the approval of the shareholders.”

SPECIAL BUSINESS

3. TO APPROVE THE INVESTMENT IN AND ESTABLISHMENT OF FOREIGN SUBSIDIARIES AND/OR JOINT VENTURES.

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

“RESOLVED THAT pursuant to Section 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Foreign Exchange Management Act, 1999 (FEMA), and other applicable laws and regulations, the consent of the Members be and is hereby accorded to the Board of Directors to make investments, incorporate, acquire, or establish one or more wholly-owned subsidiaries, subsidiaries or joint ventures outside India, on such terms and for such amounts as may be decided by the Board from time to time, in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to take all such steps, execute all such documents, deeds, and agreements, and do all such acts, deeds, and things as may be necessary or desirable to give effect to this resolution.”

4. TO APPROVE THE ACQUISITION OF EQUITY INTEREST IN A COMPANY OR ANY BUSINESS UNDERTAKING.

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

“RESOLVED THAT pursuant to Sections 179, 180(1)(a), 180(1)(c), and 186 of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulations 23 and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members be and is hereby accorded for the Company to acquire 33.33% equity shareholding in Damaira Pharmaceuticals Private Limited (“Target Company”), on such terms and conditions and for such aggregate consideration as may be determined by the Board of Directors, based on the valuation report issued by JHAMB & ASSOCIATES (Company Secretaries & Registered Valuers), through Mr. Hitesh Jhamb (IBBI Registered Valuer, Reg. No.: IBBI/RV/11/2019/12355), and as deemed appropriate by the Board in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate, finalize, execute, and deliver all agreements, documents, deeds, and instruments, and to do all acts, deeds, and things as may be necessary, incidental, or desirable to give effect to the above resolution.”

5. TO APPROVE THE MODIFICATION OR VARIATION IN THE UTILISATION OF IPO PROCEEDS.

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

“RESOLVED THAT pursuant to Section 27 of the Companies Act, 2013 and Regulation 32 of SEBI (LODR) Regulations, 2015, the approval of the Members be and is hereby accorded for the proposed deviation/variation in the utilization of the proceeds of the Initial Public Offering (IPO) of the Company, as detailed in the Explanatory Statement attached to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to take all necessary steps, actions, and decisions, including making filings with regulatory authorities, to give effect to this resolution and to do all such acts, deeds, and things as may be necessary, desirable, or incidental in connection therewith.”

6. TO APPROVE THE VOLUNTARY ADOPTION OF THE IND AS FRAMEWORK FROM THE FINANCIAL YEAR 2026–27 AND ONWARDS

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

“RESOLVED THAT pursuant to Sections 129 and 133 of the Companies Act, 2013 and the Companies (Indian Accounting Standards) Rules, 2015, approval of the Members be and is hereby accorded for the voluntary transition of the Company’s financial statements to the Indian Accounting Standards (Ind AS) from FY 2026-27 and onwards, as recommended by the Audit Committee and the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to take all necessary actions, execute requisite documents, and do all acts, deeds, and things as may be required to give effect to this resolution and ensure compliance with applicable laws and accounting standards.”

7. TO CONSIDER AND APPROVE THE REGULARISATION OF MR. PARDEEP DALAL (DIN: 02424111), WHO WAS APPOINTED AS AN ADDITIONAL DIRECTOR IN THE CAPACITY OF NON-EXECUTIVE, NON-INDEPENDENT DIRECTOR WITH EFFECT FROM 10 NOVEMBER 2025, AS DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013, Mr. Pardeep Dalal, who was appointed as an Additional Director of the Company with effect from 10 November 2025, be and is hereby regularised and 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, and things as may be necessary to give effect to this resolution.”

8. TO CONSIDER AND APPROVE THE REGULARISATION OF MR. ARUN KUMAR TRIPATHI (DIN: 08786789), WHO WAS APPOINTED AS AN ADDITIONAL DIRECTOR IN THE CAPACITY OF NON-EXECUTIVE, NON-INDEPENDENT DIRECTOR WITH EFFECT FROM 10 NOVEMBER 2025, AS DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013, Mr. Arun Kumar Tripathi, who was appointed as an Additional Director of the Company with effect from 10 November 2025, be and is hereby regularised and 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, and things as may be necessary to give effect to this resolution.”

9. TO CONSIDER AND APPROVE THE REGULARISATION AND CHANGE IN DESIGNATION OF MR. VIKRANT (DIN: 08686283) FROM ADDITIONAL DIRECTOR IN THE CAPACITY OF NON-EXECUTIVE NON-INDEPENDENT DIRECTOR TO EXECUTIVE DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, the rules made thereunder, and the Articles of Association of the Company, and subject to such approvals as may be required, the Members of the Company hereby approve the regularisation and Change in designation of Mr. Vikrant (DIN: 08686283) from Additional Director in the capacity of Non-Executive Non-Independent Director to Executive Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all necessary steps and do all such acts, deeds and things as may be required to give effect to this resolution, including fixing the terms of appointment, remuneration, and other matters related thereto, in accordance with the applicable provisions of the Companies Act, 2013.”

By order of the Board of Directors
For **Astonea Labs Limited**
(Formerly known as *Astonea Labs Private Limited*)

Date: 03.12.2025
Place: Chandigarh

(**Ashish Gulati**)
Managing Director
DIN: 07419339

Notes:

1. A member entitled to attend and to vote at the annual general meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the company. The proxy form, in order to be effective, must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. A person can act as a Proxy on behalf of Members not exceeding fifty in numbers and holding in the aggregate not more than ten percent of the total share capital of the Company carrying Voting Rights. A member holding more than ten percent of the total share capital of the Company carrying Voting Rights may appoint a single person as Proxy for his/her entire shareholding and such person shall not act as a Proxy for another person or shareholder
3. A member desirous of getting any information on the accounts or operations of the Company is required to forward his/her queries to the Company at least Ten days prior to the meeting so that the required information can be made available at the meeting.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
5. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the company as on the cut-off date of December 19, 2025 .
6. A statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted in the Meeting is annexed hereto.
7. Members/ Proxies are requested to bring the attendance slip duly filled in for attending the meeting.
8. Members who are yet to register their e-mail address with the Company or with the depository are once again requested to register the same.
9. Members who wish to obtain information on the Company or view the Accounts may visit the Company's website or send their queries at least ten days before the AGM to the Company Secretary and Compliance Officer at the Registered Office of the Company.
10. The members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting.
11. Members are requested to send all communications relating to shares to the Company's Share Transfer Agent to M/s. KFin Technologies Ltd. Karvy Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Gachibowli, Hyderabad - 500 032.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s) . Members holding shares in physical form shall submit their PAN details to the Company and/or its RTA.
13. To ensure correct identity of each member and proxy holders attending meeting, the investors attending the meeting are expected to bring with him/her an appropriate ID document issued by the Government

Authority like Driving License, Passport, Voter ID card, etc.

14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5 .00 pm) on all working days except Sunday and Public holidays, up to the day of the Annual General Meeting of the Company.
15. In compliance with the MCA Circulars and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of AGM along with the Annual Report is being sent by e-mail to all the Members whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, November 28, 2025 (the "cut-off date") and who have registered their e-mail addresses with the Depository Participants/Company's Registrar and Share Transfer Agent ("RTA"). For Members who have not registered their e-mail addresses, the Company is dispatching a physical letter containing the web link to access the Notice of AGM and Annual Report. However, any Member desirous of receiving a physical copy of the Notice of AGM and Annual Report may request the same by sending an e-mail to cs@astonea.org The investors may also contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to him at the registered office address or e-mail their grievances/queries to the Company Secretary at cs@astonea.org.
16. In compliance with the MCA Circulars, the Notice of AGM is being sent by e-mail to all the members, whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, November 28, 2025 (the 'cut-off date') and who have registered their e-mail addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent ("RTA") and Physical copy of Notice of AGM is being sent to members whose mail id is not registered with Company/RTA/Depository. However any member desire to get physical copy of Notice can send his/her request on cs@astonea.org. The investors may contact the Company Secretary for redressal of their grievances/queries. For this purpose, they may either write to him at the registered office address or e-mail their grievances/queries to the Company Secretary at the following e-mail address: cs@astonea.org.
17. The route map showing directions to reach the venue of the Eighth AGM is provided at the end of this Notice;
18. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
19. The members who holds shares of the Company in Physical form are informed that the company is in process of updating records of the shareholders in order to reduce the physical documentation as far as possible. In line with new SEBI Circular SEBI/HO/MIRSD/DOPI/CIR/P/2018/73 dated April 20, 2018 and other circular issued by SEBI Time to Time in this regard, it is mandatory for all the investors including transferors to complete their KYC information. Hence, members are requested to update and intimate their

PAN, phone no., e-mail id, Bank details including bank name, bank account number, branch details, MICR code and IFSC code and such other information to the Company's Registrars and Transfer Agents, KFin Technologies Ltd ("KARVY"). Members are further requested to update their current signature in KARVY system.

20. Members are requested to intimate changes, if any, pertaining to name, postal address, email address, telephone I mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code etc., to their DPs in case shares are held by them in electronic form and to the Company I Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 and other circular issued by SEBI Time to Time in this regard in case shares are held by them in physical form.
21. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
22. Nomination facility is available for the Members as per Section 72 of the Act. Members of the Company have an option to nominate any person as their nominee to whom your shares shall vest in the unfortunate event of their death. It is advisable to avail this facility, especially by the Members who currently hold shares in their single name. Nomination can avoid the process of acquiring any right in shares through transmission of shares by law. In case of nomination for the shares held by the joint holders, such nomination will be effective only on death of all the holders. In case the shares are held in dematerialised form, the nomination form needs to be forwarded to Depository Participant (DP).
23. Members who hold shares in physical form in multiple folios, in identical names or joint holding in the same order of names, are requested to send the share certificates to RTA, for consolidation of such multiple folios into a single folio .
24. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz . Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal I exchange of securities certificate; endorsement; subdivision I splitting of securities certificate; consolidation of securities certificates I folios; transmission and transposition. Accordingly , Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4. It may be noted that any service request can be processed only after the folio is KYC Compliant+
25. "In compliance with the provisions of Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing to its Members the facility to cast their vote by electronic means (remote e-voting) . The details of remote e-voting, e-voting at the AGM, and the Scrutinizer appointed for the purpose are provided in the Instruction Kit annexed to this Notice."

26. The name and address of the Stock Exchange where the Company's Shares are listed, is given below

The BSE Limited
25th Floor, P. J. Towers,
Dalal Street, Fort, Mumbai- 400 001

Instructions to Members

1. FOR REMOTE ELECTRONIC VOTING [E-Voting]

Pursuant to the provisions of section 108 of the Act read with rule 20 of the Companies (Management and Administration) Rules, 2014 and the Listing Regulations as amended from time to time, the Company is pleased to offer e-voting facility to members to exercise their votes electronically on all resolutions set forth in the notice convening the 8th Annual General Meeting (AGM) scheduled to be held at 11:00 A.M. on Saturday, December 27, 2025.

The company has engaged the services of NSDL to provide remote e-voting facility for members to cast their votes in a secure manner. Mr. Sahil Malhotra Proprietor of M/s. S V Associates, Practicing Company Secretaries will act as the scrutiniser to scrutinise e-voting and conduct the voting process at the AGM in a fair and transparent manner. In terms of the requirements of the Act and the Rules made there under, the Company has fixed December 19, 2025, as the cut-off date. The voting rights of the members / beneficial owners shall be reckoned on the equity shares held by them as on cut-off date, i.e. December 19, 2025.

The remote e-voting period begins on Wednesday, December 24, 2025 at 09:00 A.M. and ends on Friday, December 26, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. December 19, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being December 19, 2025

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

Pursuant to the SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, e-voting process has been enabled to all individual shareholders who hold shares in dematerialized form, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

Accordingly, the shareholders would be able to cast their vote without having to register again with the e-voting service provider (ESP). Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for Internet-based Demat Account Statement (IDeAS) facility:</p> <ol style="list-style-type: none"> Visit URL: https://Jeservices .nsdl.com Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. <p>2. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none"> To register click on link : https://eservices .nsdl.com Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/Ideas DirectReg. jsp Proceed with completing the required fields. Follow steps given in points 1 <p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <ol style="list-style-type: none"> Open URL: https://www.evo ting.nsdl.com/ Click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> Visit URL: https://Jweb .cdslindia .com/myeasi/home/login or URL: www.cdslindia.com Click on New System Myeasi Login with your registered user id and password. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest</p> <ol style="list-style-type: none"> Option to register is available at https://Jweb.cdslindia .com/myeasi/Registration/EasiRegistration Proceed with completing the required fields. Follow the steps given in point 1 <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <ol style="list-style-type: none"> Visit URL: www .cdslindia .com Provide your demat Account Number and PAN No.

	<p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>i. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>ii. Once logged-in, 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.</p> <p>III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites. Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL is given below:

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022- 23058542-43

B. Login method for e-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

1} Members whose email addresses are registered with the Company/ Depository Participant(s), will receive an email from KFintech which will include details of e-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i) Open your web browser during the voting period and navigate to <https://emeetings.kfintech.com/>
- ii) Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be **E-Voting Event Number 9336 (EVEN)** followed by folio number. In case of demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting your vote.
- iii) After entering these details appropriately, click on "LOGIN".
- iv) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum
- v) You need to login again with the new credentials.
- vi) On successful login, the system will prompt you to select the E-Voting event (**i.e. 9336**).
- vii) Select the EVEN of "**Astonea Labs Limited**" and click on "SUBMIT".
- viii) Now you are ready for e-voting as "Cast Vote" page opens.
- ix) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR / AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together not exceeding your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- x) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- xi) You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
- xii) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the resolution(s).
- xiii) Corporate / institutional members (i.e. other than Individuals, HUF, NRI etc.,) are also required to upload in the e-voting portal, the scanned certified true copy (PDF Format) of the board resolution / authority letter etc., together with attested specimen signature(s) of the duly authorised representative(s) or alternatively to e-mail, to the scrutiniser at e-mail, rsaevoting@gmail.com with a copy marked to evoting@kfintech.com The scanned image of the above mentioned documents should be in the naming format "ALL -8th AGM".

2} *Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:*

(i) Members may temporarily get their email address and mobile number provided with KFinTech, by accessing the link:

<https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

(ii) Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

(iii) After receiving the e-voting instructions, members shall follow the aforesaid procedure to cast their votes by electronic means.

C. Other Instructions

(i) In case a person has become a member of the Company after dispatch of AGM Notice but on or before the cut-off date for e-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

a) If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E- Voting Event Number+Folio No. or DP ID Client ID to 9212993399

1. Example for NSDL:
2. MYEPWD <SPACE> IN12345612345678

3. Example for CDSL:
4. MYEPWD <SPACE> 1402345612345678

5. Example for Physical:
6. MYEPWD <SPACE> XXXX1234567890

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 a password.

(i) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the company as on the cut-off date of **December 19, 2025**.

(ii) Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with Kfintech for remote e-

Voting then he /she can use his / her existing User ID and password for casting the vote.

(iii) A member can opt for only single mode of voting i.e., through remote e-voting or voting at the AGM. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

(iv) Members who have cast their votes through remote e-voting may also attend the AGM. However, those members are not entitled to cast their vote again during the AGM.

(v) The Scrutiniser shall immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the results of the voting forthwith.

(vi) The voting results declared along with the scrutiniser's report will be placed on the company's website, <https://www.astonea.org/> and on the website of Kfintech at <https://evoting.kfintech.com/public/Downloads.aspx> after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchange(s).

(vii) Members seeking any technical assistance or support before or during the AGM are requested to contact Kfintech at toll free number 1-800-3094-001 or send a mail to evoting@kfintech.com.

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

ITEM NO. 1

The Board of Directors presents before the Members the Audited Financial Statements of the Company for the financial year ended 31st March 2025, together with the Reports of the Board of Directors and the Statutory Auditors thereon, for consideration and adoption as required under Sections 129 and 134 of the Companies Act, 2013, read with applicable rules.

The preparation and finalisation of the financial statements for the year under review have been carried out in strict conformity with the provisions of the Companies Act, 2013, applicable Accounting Standards, and other relevant statutory and regulatory requirements. The financial statements comprehensively reflect the Company's financial performance, position, cash flows, and disclosures for FY 2024-25.

It is pertinent to note that, in connection with the Company's Initial Public Offering (IPO) undertaken in June 2025, the Company had prepared, audited, and disclosed financial information for the preceding three financial years, as mandated under the SEBI (ICDR) Regulations, 2018, which were subsequently included in the Red Herring Prospectus and served the purpose of providing investors with a historical and analytical perspective on the Company's operations. Those disclosures were regulatory in nature and do not substitute the statutory requirement under the Companies Act for Members to adopt the financial statements for FY 2024-25.

The Audited Financial Statements for the year ended 31st March 2025:

- have been reviewed and recommended by the Audit Committee;
- have been approved by the Board of Directors at its meeting held on July 11, 2025;
- include the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement, and accompanying Notes to Accounts; and
- have been duly audited by the Statutory Auditors, who have issued their Audit Report without any qualification, reservation, or adverse remark.

Adoption of these Financial Statements by the Members constitutes a statutory requirement and forms the foundation of the Company's annual financial reporting and compliance framework. The Board affirms that the statements present a true and fair view of the financial affairs of the Company for the year under review and recommends the resolution for approval by the Members.

None of the Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested in the resolution relating to this item of ordinary business.

ITEM NO. 2

In accordance with the provisions of Section 152(6) of the Companies Act, 2013, Mr. Pardeep Singh, Director, being liable to retire by rotation, shall retire at the ensuing Annual General Meeting (AGM). Mr. Pardeep Singh has not offered himself for re-appointment and, therefore, the vacancy arising due to his retirement shall not be filled by his reappointment.

The Board of Directors at its meeting held on 10th November 2025 had appointed Mr. Vikrant as an Additional Director (Non-Executive, Non-Independent) of the Company. In terms of Section 161(1) of the Companies Act, 2013, he holds office up to the date of this AGM.

Based on the recommendation of the Nomination and Remuneration Committee, the Board considers it desirable to regularise the appointment of Mr. Vikrant as a Director of the Company, liable to retire by rotation. His appointment is proposed for approval by the Members at this AGM.

Mr. Vikrant possesses the requisite skills and experience which will be valuable to the Company. The Board recommends the resolution for your approval.

None of the Directors, except Mr. Vikrant, is in any way concerned or interested in the resolution.

ITEM NO. 3

The Company is actively pursuing opportunities to expand its business footprint internationally and to leverage global markets for growth, innovation, and strategic collaborations. In line with its vision and business objectives, the Board of Directors has identified the need to make investments in, incorporate, acquire, or establish wholly-owned subsidiaries, subsidiaries, or joint ventures outside India, as deemed necessary, to pursue business opportunities, diversify operations, and enhance shareholder value.

Pursuant to Section 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, and in compliance with the Foreign Exchange Management Act, 1999 ("FEMA") and other applicable regulations, the consent of the Members is required for making investments in entities outside India. The proposed resolution empowers the Board of Directors to determine the quantum, terms, and structure of such investments and to act in the best interests of the Company and its stakeholders.

The Board believes that establishing a presence in international markets, whether through wholly-owned subsidiaries, joint ventures, or other corporate structures, is essential for the Company to achieve long-term growth, capitalize on global business opportunities, and enhance operational efficiency. The Board also notes that such investments will enable the Company to form strategic alliances, leverage international expertise, and strengthen its competitive position globally.

The Board of Directors (including any Committee thereof) shall have the authority to negotiate, finalize, and execute all agreements, contracts, and instruments, and to undertake all such acts, deeds, and things as may be necessary to give effect to this resolution, including complying with applicable statutory, regulatory, and reporting requirements in India and overseas jurisdictions.

None of the Directors, Key Managerial Personnel, or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution relating to this item of special business.

ITEM NO. 4

In pursuit of its strategic growth objectives, the Board of Directors of the Company has identified an opportunity to acquire a significant equity stake in Damaira Pharmaceuticals Private Limited (the “Target Company”). The proposed acquisition involves subscribing to or acquiring up to 33% of the equity shareholding of the Target Company. This investment is aimed at strengthening the Company’s business portfolio, expanding its product/service offerings, leveraging synergies, and enhancing long-term shareholder value.

The proposed acquisition falls within the ambit of Sections 179, 180(1)(a), 180(1)(c), and 186 of the Companies Act, 2013, which require prior approval of the Members for acquiring substantial holdings or making investments beyond the prescribed thresholds. Additionally, the acquisition is subject to compliance with Regulations 23 and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as it constitutes a material related party transaction under the regulatory framework.

The Board of Directors believes that the acquisition is in the best interests of the Company, its stakeholders, and its strategic growth roadmap. The Board has evaluated the investment and considers it essential to capitalize on market opportunities, expand operational capabilities, and drive long-term value creation.

The Board, therefore, seeks the approval of the Members for the acquisition and authorizes itself to:

- Negotiate, finalize, and execute all requisite agreements, documents, deeds, and instruments with the Target Company and other relevant parties;
- Complete all formalities and filings with applicable regulatory and statutory authorities, both in India and abroad, if required;
- Perform all necessary acts, deeds, and actions to give effect to the acquisition, and take any ancillary or incidental steps necessary for its completion.

None of the Directors, Key Managerial Personnel, or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution relating to this item of special business.

ITEM NO. 5

The Company, pursuant to its Initial Public Offering (IPO) conducted in June 2025, had earmarked the proceeds for specific purposes as detailed in the Red Herring Prospectus and the Prospectus filed with the Securities and Exchange Board of India (SEBI). Subsequent to the IPO, due to evolving business requirements and opportunities, the Board of Directors has reviewed the utilization of the IPO proceeds and proposed certain deviations and/or variations to ensure optimal allocation of resources in alignment with the Company's strategic objectives.

As per Section 27 of the Companies Act, 2013, any modification or deviation in the utilization of IPO proceeds requires the prior approval of the Members by way of a Special Resolution. Additionally, Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates disclosure of such deviations to the Stock Exchanges and investors, along with approval from the Members.

The proposed deviations or variations are intended to:

- Ensure efficient and effective use of funds for operational and capital expenditure purposes;
- Support the Company's growth, expansion, and diversification plans;
- Optimize the Company's financial structure and resource deployment in the best interests of shareholders; and
- Maintain compliance with statutory and regulatory requirements regarding the use of IPO funds.

The Board of Directors, in consultation with the Audit Committee, believes that these proposed modifications and variations are necessary, prudent, and in the long-term interest of the Company and its stakeholders. Accordingly, the Board seeks Members' approval for the deviations/variations in the utilization of IPO proceeds and authorizes itself to take all actions necessary to implement the same, including making requisite filings with the SEBI, Stock Exchanges, and other regulatory authorities, as applicable.

None of the Directors, Key Managerial Personnel, or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution relating to this item of special business.

ITEM NO. 6

The Board of Directors of the Company, in its continuous effort to enhance the quality of financial reporting and align with globally accepted accounting practices, has considered and proposed the voluntary adoption of the Indian Accounting Standards (Ind AS) for the Company's financial statements with effect from FY 2026–27.

Pursuant to Sections 129 and 133 of the Companies Act, 2013 and the Companies (Indian Accounting Standards) Rules, 2015, the Company is required to prepare its financial statements in accordance with the applicable accounting standards. Although the Company is currently compliant with the existing Indian Generally Accepted Accounting Principles

(IGAAP), voluntary transition to Ind AS will provide enhanced transparency, comparability, and alignment with international accounting practices, thereby strengthening stakeholder confidence.

The proposed adoption of Ind AS will:

- Improve the quality and global comparability of the Company's financial reporting;
- Facilitate better decision-making by management and investors through more accurate representation of the Company's financial position, performance, and cash flows;
- Enable alignment with best practices in corporate governance and financial disclosures;
- Support future fundraising initiatives and potential cross-border transactions by providing financial statements in line with internationally recognized standards.

The Board, in consultation with the Audit Committee, believes that voluntary adoption of Ind AS is in the best interest of the Company and its stakeholders. Accordingly, the Board seeks Members' approval for the transition and authorizes itself to undertake all necessary actions, execute requisite documents, and perform all acts as may be necessary to give effect to this resolution and ensure compliance with applicable statutory and regulatory requirements.

None of the Directors, Key Managerial Personnel, or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution relating to this item of special business.

ITEM NO. 7

Mr. Pardeep Dalal was appointed as an Additional Director of the Company with effect from 10th day of November 2025 pursuant to Section 161(1) of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and upon the recommendation of Nomination and Remuneration Committee of the Company. As per Sections 149 and 152 of the Companies Act, 2013, an Additional Director holds office up to the date of the next Annual General Meeting (AGM). Accordingly, it is necessary to seek the Members' approval for his regularisation as a Director of the Company.

The Board, after considering Mr. Dalal's qualifications, experience, and contribution to the Company, is of the view that his continued association as a Non-Executive, Non-Independent Director will be of immense value to the Company. Mr. Dalal, being liable to retire by rotation, will be subject to reappointment in accordance with the applicable provisions of the Companies Act, 2013.

The Board of Directors recommends the resolution for approval by the Members in recognition of Mr. Dalal's expertise and to ensure compliance with statutory requirements.

None of the other Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

ITEM NO. 8

Mr. Arun Kumar Tripathi was appointed as an Additional Director of the Company with effect from 10th day of November 2025 pursuant to Section 161(1) of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and upon the recommendation of Nomination and Remuneration Committee of the Company. As per Sections 149 and 152 of the Companies Act, 2013, an Additional Director holds office up to the date of the next Annual General Meeting (AGM). Consequently, it is necessary to seek the Members' approval for his regularisation as a Director of the Company.

The Board, having considered Mr. Tripathi's professional qualifications, experience, and contributions to the Company, is of the opinion that his continued association as a Non-Executive, Non-Independent Director will significantly benefit the strategic and operational objectives of the Company. Mr. Tripathi, being liable to retire by rotation, will be subject to reappointment in accordance with the provisions of the Companies Act, 2013.

The Board of Directors recommends the resolution for approval by the Members in view of Mr. Tripathi's expertise and to ensure compliance with statutory requirements.

None of the other Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

ITEM NO. 9

Mr. Vikrant was appointed as an Additional Director (Non-Executive, Non-Independent) of the Company with effect from 10th November 2025. In terms of Section 161(1) of the Companies Act, 2013, he holds office up to the date of the forthcoming Annual General Meeting (AGM).

The Board, based on the recommendation of the Nomination and Remuneration Committee, considers it desirable to regularise his appointment and re-designate him as Executive Director of the Company. This re-designation will allow him to actively contribute to the day-to-day management and strategic growth of the Company, in line with the Company's objectives.

The terms of his appointment, including remuneration and other benefits, will be fixed by the Board in accordance with the provisions of the Companies Act, 2013 and subject to applicable approvals.

The Board is of the view that the appointment of Mr. Vikrant as Executive Director will be in the best interest of the Company and its stakeholders. Accordingly, the Board recommends the resolution for approval by the Members.

None of the Directors or Key Managerial Personnel, except Mr. Vikrant, is concerned or interested in the resolution.

