

## NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that the 1<sup>st</sup> Extraordinary General Meeting (EGM) of the financial year 2025-26 of Philips India Limited will be held on Wednesday, March 11, 2026, through Video Conference / Other Audio Visual Means at 11:00 a.m. The venue of the meeting shall be deemed to be at the registered office of the Company at Rajarhat, 4A, 5th Floor, Ecospace Business Park, premises, AA II, Newtown, Chakpachuria, Kolkata, West Bengal 700156 India to transact the following business:

### SPECIAL BUSINESS:

- 1. APPOINTMENT OF M/S. PRICE WATERHOUSE CHARTERED ACCOUNTANTS LLP, AS THE STATUTORY AUDITORS OF THE COMPANY, TO FILL THE CASUAL VACANCY CAUSED DUE TO THE RESIGNATION OF M/S. S.R. BATLIBOI & CO. LLP, CHARTERED ACCOUNTANTS TILL THE CONCLUSION OF ENSUING ANNUAL GENERAL MEETING.**

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

**“RESOLVED THAT** pursuant to the provisions of section 139(8), 141 and 142 and other applicable provisions of the Companies Act, 2013 read with Rule 8 and other applicable Rules of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time and pursuant to the recommendation made by Audit Committee and Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for appointment of M/s. Price Waterhouse Chartered Accountants LLP, (Firm Registration Number: 012754N/N500016), as Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (FRN: 301003E/E300005), and they shall hold office from the conclusion of this Extra Ordinary General Meeting till the conclusion of ensuing Annual General Meeting, at such remuneration as the Board of Directors of the Company may determine, based on the scope of audit, complexity of the Company's operations, time and resources required and industry standards and norms and the Board may also approve reimbursement of out-of-pocket expenses and applicable taxes incurred by the auditors in connection with the audit of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company shall be at full liberty to revise/alter/modify/amend the terms and conditions of the said appointment and/or remuneration, from time to time, in the manner and to the extent it deems appropriate, provided that such revision or modification is in accordance with the provisions of section 142 and other applicable provisions of the Companies Act, 2013, the rules made thereunder, and any guidelines prescribed by the Ministry of Corporate Affairs or other competent authority if any, and as may be mutually agreed between the Board of Directors and M/s. Price Waterhouse Chartered Accountants LLP.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and sign, execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

**By Order of the Board  
Philips India Limited**

**Swati Batra  
Company Secretary  
Membership No: A23592**

Date: 27 January 2026  
Place: Gurugram, Haryana

## **EXPLANATORY STATEMENT**

### **Under Section 102 of the Companies Act, 2013**

#### **ITEM NO. 1**

M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (FRN 301003E/E300005), Statutory Auditors of the Company were re-appointed as the Statutory Auditors of the Company in 91<sup>st</sup> Annual General Meeting of the Company to hold office upto the conclusion of 96<sup>th</sup> Annual General Meeting of the Company. However, M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, vide their letter dated January 22, 2026, have chosen to resign as the Statutory Auditors of the Company with immediate effect. This has resulted in a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013. Further, as per the provisions of Section 139 (8) of the Companies Act, 2013, such casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company.

The Members may note that the tenure of EY Accountants B.V. (Ernst and Young), statutory auditors of Koninklijke Philips N.V., the Company's holding and ultimate holding company had expired and subsequently, PricewaterhouseCoopers Accountants was appointed as the Statutory Auditors of the holding company. In order to facilitate the consolidation of accounts of the Holding Company with its subsidiaries, M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, have tendered their resignation as the Statutory Auditors of the Company with immediate effect.

In determining the replacement of statutory auditor for the Company, the Audit Committee and Board of Directors have undertaken a comprehensive evaluation of the Company's audit requirements and various relevant factors. An independent assessment of the Company's statutory audit requirements was conducted and it was concluded that aligning the Company's statutory auditor with the statutory auditor of the Philips group would be in the best interests of the Company and it is expected to enhance audit co-ordination, streamline consolidation processes and reduce duplication of efforts that arise from multiple audit firms being involved in the Philips group audit.

The Audit Committee and the Board further considered the eligibility, capability to serve the given business of the Company, market standing of the firm, clientele served, technical knowledge etc. and found M/s. Price Waterhouse Chartered Accountants LLP, have sufficient experience and expertise to perform their duties as the statutory auditors and accordingly, Audit Committee and Board of Directors of the Company at their respective meetings held on January 27, 2026, recommended the appointment of M/s. Price Waterhouse Chartered Accountants LLP (FRN: 012754N/N500016), as the Statutory Auditors of the Company, to fill the casual vacancy caused due to the resignation of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants and to hold office as the Statutory Auditors of the Company from the conclusion of this Extra Ordinary General Meeting till the conclusion of the ensuing Annual General Meeting at such remuneration as may be fixed by the Board in consultation with the Statutory Auditors.

M/s Price Waterhouse Chartered Accountants LLP ("PWCA LLP")(LLP identity no: LLPIN AAC-5001 / ICAI registration no: 012754N/N500016) is an independent and distinct member firm of the PW India Network of Firms. It is a leading professional services firm in India, specializing in audit, assurance, taxation, consulting and advisory services. PWCA LLP is recognised for delivering high-quality solutions across various industries while upholding the strong standards of professionalism and integrity. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the first and second proviso to Section 139 and Section 141 of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014 and have also conveyed their acceptance for being appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel, or their relatives have any material interest, financial or otherwise, in the resolution set forth in Item No. 1, except to the extent of their shareholding in the Company.

In view of the applicable provisions of the Companies Act, 2013, the Board recommends the Ordinary Resolution set out at item no. 1 of the accompanying Notice for the approval of the Members.

## NOTES:

1. Pursuant to Ministry of Corporate Affair ('MCA') General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 19/2021 dated December 21, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 05, 2022, General Circular 03/2022, General Circular No 10/2022 dated 28.12.2022 and General Circular No 11/2022 dated 28.12.2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024, Circular No. 03/2025 dated September 22, 2025 and other applicable circulars, if any, has allowed the Companies to conduct the AGM/ EGM or passing of Ordinary/ Special Resolution through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till further orders. In accordance with the said circulars, the 1<sup>st</sup> EGM of the financial year 2025-26 of the Company will be conducted through VC / OAVM on Wednesday, March 11, 2026. The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
2. Kfin Technologies Limited ('Kfintech') will be providing facility for voting through remote e-voting, for participation in the EGM through VC/OAVM facility and e-voting during the EGM. The procedure for participating in the meeting through VC / OAVM is explained in Notes below and is also available on the website of the Company at <https://www.philips.co.in/a-w/about/philips-india-limited>.
3. As per the General Circular No.20/2020 dated May 5, 2020, the matters of Special Business appearing at Item No. 1 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
4. As the EGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this EGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
5. Institutional / Corporate shareholders are requested to send a scanned copy (PDF / JPEG format) of the certified Board Resolution authorizing its representatives to attend and vote at the EGM, pursuant to Section 113 of the Act, to the RTA at [evoting@kfintech.com](mailto:evoting@kfintech.com) and read the other instruction given in point no. 12.
6. In case of joint holders attending the EGM, only such joint holder, who is higher in the order of names, will be entitled to vote.
7. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business in Item no. 1 of the Notice and as required under Secretarial Standard - 2 on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, are annexed hereto.
9. Members are requested to contact the Registrar and Share Transfer Agent, M/s Kfin Technologies Ltd. for all matters connected with Company's shares at:

<p><b>Kfin Technologies Ltd,</b> Selenium, Tower-B, Plot no.31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500 032. Toll Free no. 18 00 3094 001 Telephone: +91 - 40 -6716 1636 Email id: <a href="mailto:inward.ris@kfintech.com">inward.ris@kfintech.com</a></p>
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10. The Members desirous of appointing their nominees for the shares held by them may apply in the Nomination Form (Form SH-13). If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in form SH-14, as the case may be.

Members holding shares in physical mode are requested to update KYC details by submitting self-attested copies of PAN Card, Aadhaar Card, Bank account cancelled cheque leaf and duly completed ISR-1, ISR-2 forms. Please note that ISR forms can be downloaded from <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>, Kfin Technologies Ltd. Investor Support Center | Kfintech. Duly complete documents need to be sent at below address for updation.

Kfin Technologies Ltd,  
Selenium, Tower-B, Plot no.31-32, Gachibowli,  
Financial District, Nanakramguda, Hyderabad-500 032.  
Toll Free no. 18 00 3094 001  
Telephone: +91 - 40 -6716 1636  
Email id: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

**11. ELECTRONIC DISPATCH OF NOTICE OF EGM AND PROCESS FOR REGISTRATION/UPDATION OF EMAIL ID:**

- i. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to register/update the contact details by submitting the requisite Form ISR-1 along with the supporting documents. Form ISR-1 can be obtained by clicking on the link <https://ris.kfintech.com/clientservices/isc/isrforms.aspx> Form ISR-1 duly filled and signed along with the supporting documents can be submitted to KFIN TECHNOLOGIES LTD.
- ii. Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participants with whom they maintain their demat accounts.
- iii. The Notice of EGM, is available on the website of the Company at <https://www.philips.co.in/a-w/about/philips-india-limited> and on the website of Kfintech at <https://evoting.kfintech.com> or <https://emeetings.kfintech.com>.

**12. PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE EGM:**

- I. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by Kfintech, on the resolution set forth in this Notice. The instructions for e-Voting are given below.
- II. 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. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- III. The remote e-voting period commences at 09.00 A.M. on Sunday, March 08, 2026 and end at 05.00 P.M on Tuesday, March 10, 2026. The remote e-voting module will be disabled by Kfintech for voting thereafter.
- IV. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off date.
- V. 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 on the cut-off date, may obtain the login ID and password by sending a request at [evoting@Kfintech.com](mailto:evoting@Kfintech.com) or [einward.ris@kfintech.com](mailto:einward.ris@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.
- VI. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."
- VII. The details of the process and manner for remote e-Voting and e-EGM are explained herein below:
  1. **Step 1:** Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.
  2. **Step 2:** Access to Kfintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.
  3. **Step 3:** Access to join virtual meetings (e-EGM) of the Company on KFin system to participate e-EGM and vote at the EGM.

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

Type Shareholders	Login Method
Individual Shareholders Holding securities in demat mode with NSDL	<p><b>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 the 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 &amp; voting during the meeting.</b></p> <p><b>Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</b> Visit the e-services website of NSDL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to evoting” under e-voting services, after which the e-voting page will be displayed. Click on Company name i.e. PHILIPS INDIA LTD or ESP i.e. KFin. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period.</p> <p><b>Those not registered under IDeAS:</b> Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a> Visit the e-voting website of NSDL <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>. 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. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. Click on Company name i.e PHILIPS INDIA LTD or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p align="center">  </p>

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p><b>1. Existing users who have opted for Electronic Access To Securities Information (“EASI / Easiest”) facility:</b></p> <ol style="list-style-type: none"> <li>i. Visit <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>ii. Click on New System Myeasi.</li> <li>iii. Login to MyEasi option under quick login.</li> <li>iv. Login with the registered user ID and password.</li> <li>v. Members will be able to view the e-voting Menu.</li> <li>vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.</li> </ol> <p><b>2. User not registered for EASI / Easiest</b></p> <ol style="list-style-type: none"> <li>i. Visit <a href="https://web.cdslindia.com/myeasitoken/Home/EasiRegistration">https://web.cdslindia.com/myeasitoken/Home/EasiRegistration</a> or <a href="https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration">https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration</a>.</li> <li>ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> </ol>

	<p>iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote.</p> <p><b>3. Alternatively, by directly accessing the e-voting website of CDSL</b></p> <p>i. Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>ii. Provide demat Account Number and PAN</p> <p>iii. System will authenticate users by sending OTP on registered mobile and email as recorded in the demat Account.</p> <p>iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. ‘Philips India Limited’ or select KFin.</p> <p>v. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. Members can also login using the login credentials of their demat account through their DP registered with the Depositories for e-voting facility.</p> <p>II. Once logged-in, Members will be able to view e-voting option.</p> <p>III. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature.</p> <p>IV. Click on options available against ‘Philips India Limited’ or KFin.</p> <p>V. Members will be redirected to e-voting website of KFin for casting their 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.

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

**1. Details on #Step 1 are mentioned below:**

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

- A. Members whose email IDs are registered with the Company/ Depository Participants (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. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
  - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, 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 the 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 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.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
  - v. You need to login again with the new credentials.
  - vi. On successful login, the system will prompt you to select the “EVEN” i.e., “Philips India Limited - EGM” and click on

“Submit”

- vii. 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 shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- vii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- viii. 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.
- ix. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- x. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), 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).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. together with attested specimen signature(s) of the duly authorised representative(s), to Scrutinizer at [asimsecy@gmail.com](mailto:asimsecy@gmail.com) and the RTA at [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format “Corporate Name Even No.”
- B.** Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Notice of EGM and e-voting instructions cannot be serviced, will have to follow the following process:
  - xiii. Member may send an e-mail request at the email id [einward.ris@kfintech.com](mailto: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 e-voting instructions.
  - xiv. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

## **2. Details on #Step 2 are mentioned below:**

### **Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the EGM of the Company through VC/OAVM and e-Voting during the meeting.**

- i) Members will be provided with a facility to attend the EGM through VC / OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFintech.
- ii) After logging in, click on the Video Conference tab and select the EVEN(EVENT) of the Company.
- iii) Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

## **13. OTHER INSTRUCTIONS**

- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the EGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from Kfintech. On successful login, select ‘Speaker Registration’ which will open from Monday, March 09, 2026 (9:00 a.m.) to Tuesday, March 10, 2026 (5.00 p.m.) Members shall be provided a ‘queue number’ before the meeting. The Company reserves the right to restrict the speakers at the EGM to only those Members who have registered themselves, depending on the availability of time for the EGM.

- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will open from Monday, March 09, 2026 (9:00 a.m.) to Tuesday, March 10, 2026 (5.00 p.m.).
- III. The Company reserves the right to restrict the number of questions and number of speakers.
- Facility for joining EGM through VC/ OAVM shall open atleast thirty (30) minutes before the scheduled time for the commencement of the Meeting and shall be allowed till 15 minutes from the commencement of the meeting. The Members will be able to view the proceedings on <https://emeetings.kfintech.com>.
- IV. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- V. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members 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.
- VI. As the EGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the EGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at <https://emeetings.kfintech.com/Questions> / queries received by the Company till Tuesday, March 10, 2026 shall only be considered and responded during the EGM.
- VII. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the EGM. E-voting during the EGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- VIII. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the EGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the EGM shall be treated as invalid.
- IX. Facility of joining the EGM through VC / OAVM shall be available for atleast 2000 members on first come first served basis. However, the participation of large shareholders, i.e. members holding 2% or more, promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Auditors are not restricted on first come first serve basis.
- X. Institutional Members are encouraged to attend and vote at the EGM through VC / OAVM.
- XI. 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 to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
- XII. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual is available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact at [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.
- XIII. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, March 04, 2026, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- XIV. In case a person has become a Member of the Company after dispatch of EGM 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:
- (i) 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:  
MYEPWD <SPACE> IN12345612345678
2. Example for CDSL:  
MYEPWD <SPACE> 1402345612345678
3. Example for Physical:  
MYEPWD <SPACE> XXXX1234567890

(ii) 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.

(iii) Members who may require any technical assistance or support before or during the EGM are requested to contact KFinTech at toll free number 1-800-309-4001 or write to them at [evoting@kfintech.com](mailto:evoting@kfintech.com).

XV. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company.

XVI. KPRISM- Mobile service application by KFin:

Members are requested to note that, our Registrar and Share Transfer Agents have launched a mobile application - KPRISM and a website <https://kprism.kfintech.com/> for our investors. Now you can download the mobile app and see your portfolios serviced by KFINTECH. Check Dividend status, request for annual reports, change of address, change/update Bank mandate and download standard forms. The android mobile application can be downloaded from Play Store by searching for “KPRISM”. Alternatively you can also scan the QR code given below and download the android application.

Website - <https://kprism.kfintech.com/>

Play Store - <https://play.google.com/store/apps/details?id=com.kfintech.kprismv3> (Android mobile application).



14. In case of any query pertaining to e-voting, members may refer to the “Help” and “FAQs” sections / E-voting user manual available through a dropdown menu in the “Downloads” section of Kfintech’s website for e-voting: <https://evoting.kfintech.com> or contact KFin at the email ID [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFin’s toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

15. Members are requested to note the following contact details for addressing e-voting grievances:

Mr. Lokesh Erravelli (Manager)  
KFin Technologies Limited  
Selenium Tower B, Plot 31 - 32, Gachibowli, Financial District,  
Nanakramguda, Hyderabad - 500 032  
Telephone: +91 - 40 - 6716 1636  
E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

#### 16. PROCEDURE FOR INSPECTION OF DOCUMENTS:

All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on <https://evoting.kfintech.com/>

#### 17. Scrutinizer for EGM through VC/OAVM:

I. Dr. Asim Kumar Chattopadhyay has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the e-voting as well as remote e-voting process in a fair and transparent manner.

II. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast at the Meeting and thereafter, unblock the votes cast through remote e-Voting, in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of conclusion of the EGM, a Consolidated

Scrutinizer's Report of the total votes cast in favour or against, if any, submit to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

III. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of Kfintech immediately after the declaration of result by the Chairman or a person authorized by him in writing.

**19. GENERAL INFORMATION:**

I. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

II. The voting rights shall be as per the number of equity shares held by the Member(s) as on Wednesday, March 04, 2026, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date