



## Escorts Kubota Limited

Escorts Kubota Limited

CIN: L74899HR1944PLC039088

Registered Office: 15/5, Mathura Road, Faridabad – 121003, Haryana, India

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Website: [www.escortskubota.com](http://www.escortskubota.com)

### NOTICE

Notice is hereby given that 80<sup>th</sup> Annual General Meeting ('AGM') of the Members of Escorts Kubota Limited ('Company') will be held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') on **Wednesday, July 15, 2026, at 12:00 Noon** (Indian Standard Time) to transact the following businesses: -

### ORDINARY BUSINESS

#### 1. To receive, consider and adopt:

- (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2026, the reports of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2026, and the report of Auditors thereon.

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

- i. **“Resolved That** the audited standalone financial statement of the Company for the financial year ended March 31, 2026, and the reports of Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.
- ii. **Resolved Further That** the audited consolidated financial statement of the Company for the financial year ended March 31, 2026, and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. To confirm payment of Special Dividend and declare a Final Dividend on equity shares for the financial year ended March 31, 2026, and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“Resolved That** a final dividend at the rate of Rs. 33/- (Rupees Thirty Three Only) per equity share i.e. 330% on face value of Rs. 10/- (Rupees Ten Only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026, and the same be paid out of the profits of the Company.

**Resolved Further That** the special dividend of Rs. 18/- (Rupees Eighteen Only) per equity share i.e. 180% on the face value of Rs. 10/- (Rupees Ten Only) each fully paid up of the Company for the financial year 2025-26, duly approved by the Board of Directors of the Company, already paid, be and is hereby confirmed.”

3. To appoint Mr. Nobushige Ichikawa (DIN: 09570234), who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“Resolved That** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Nobushige Ichikawa (DIN: 09570234), who retires by rotation at this meeting and being eligible, be and is hereby appointed as a Director of the Company.”

4. To appoint Mr. Hardeep Singh (DIN: 00088096), who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**Resolved That** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Hardeep Singh (DIN: 00088096), who retires by rotation at this meeting and being eligible, be and is hereby appointed as a Director of the Company.”

### SPECIAL BUSINESS

5. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027, and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**Resolved That** in accordance with the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors being Rs. 9,00,000/- (Rupees Nine Lacs Only) plus applicable taxes and reimbursement of out of pocket expenses that may be incurred by them, to be paid to the cost auditors M/s. Ramanath Iyer & Co., Cost Accountants (Firm Registration No. 000019), appointed by the Board of Directors as Cost Auditors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2027, be and is hereby ratified.”

6. To approve ‘Material Related Party Transaction(s)’ proposed to be entered into during the financial year 2026-27 with Kubota Corporation and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**Resolved That** pursuant to the provisions of Regulation 23(4) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (‘SEBI Listing Regulations’) read with SEBI Master Circular dated January 30, 2026 and other relevant circulars issued by the SEBI from time to time, Section 188 and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder (‘the Act’), Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis

the recommendation/ approval of the Audit Committee and the Board of Directors, consent of Members of the Company be and is hereby accorded to enter into and/ or continue to enter into contract(s)/ related party transaction(s)/arrangement(s)/agreement(s) (in terms of Regulation 2(1)(zc) of the SEBI Listing Regulations) with Kubota Corporation, holding company of the Company and a related party in terms of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the nature of a) sale, purchase, or supply of goods; b) availing or rendering of services including the use of Trademark, etc.; c) payment of royalty; d) transfer of any resources, services or obligations to meet business objectives/ requirements, etc. (‘Related Party Transactions’) whether undertaken directly by the Company or along with its subsidiary(ies), which taken together with previous transactions during a financial year may exceed 10% of the Annual Consolidated Turnover of the Company as per the last audited consolidated financial statement of the Company subject to an amount not exceeding Rs. 1,500/- Crores, on such terms and conditions as the Audit Committee and/ or Board of Directors may deem fit.

**Resolved Further That** the Board of Directors and the Audit Committee be and are hereby authorised to delegate all or any of its powers in terms of the foregoing resolution, to any Committee of Directors and/ or Director(s) and/ or official(s) of the Company, and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, including but not limited to finalising the terms and conditions of the contract(s)/ transaction(s), executing necessary documents and settling issues that may arise for the Related Party Transaction(s) with Kubota Corporation, without being required to seek further consent or approval of Members, to the end and intent that they shall be deemed to have accorded their approval thereto expressly by the authority of aforesaid resolution.”

By Order of the Board of Directors  
For **Escorts Kubota Limited**

Sd/-  
**Arvind Kumar**  
Company Secretary  
Place: Faridabad  
Date: June 12, 2026

## NOTES

1. The Ministry of Corporate Affairs ('MCA') has vide its circular nos. 14/2020 dated April 08, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024, 03/2025 dated September 22, 2025 and any other circulars issued from time to time by the MCA (collectively referred to as '**MCA Circulars**') permitted convening the Annual General Meeting ('AGM' or 'e-AGM') through video conferencing ('VC') or other Audio Visual Means ('OAVM') without the physical presence of the Members of the Company at a common venue. In accordance with MCA Circulars, provisions of the Companies Act, 2013 ('Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the AGM of the Company is being held through VC/ OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. The Explanatory Statement pursuant to Section 102(1) of the Act, setting out material facts concerning the Special Businesses to be transacted at the AGM, is annexed hereto and forms part of this Notice. Further, additional information as required under SEBI Listing Regulations and circulars issued thereunder in relation to corporate governance & the applicable Secretarial Standards and the information required to be provided in case of director(s) retiring by rotation, is set out in the **Annexure I** to this Notice.
3. The Company has engaged the services of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company ('KFin' or 'RTA'), as the Authorised Agency for providing the facility of voting through remote e-voting, for participation in the 80<sup>th</sup> AGM through VC facility and e-voting thereat.
4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy need not be a member of the Company. Since this AGM is being held through VC/ OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
5. As the AGM will be held through VC/ OAVM, the Route Map of the venue of the meeting is not annexed hereto.
6. In terms of the provisions of Section 152 of the Act, Mr. Nobushige Ichikawa and Mr. Hardeep Singh, Directors, retire by rotation at this Meeting. The Board of Directors, on the recommendation of the Nomination Remuneration and Compensation Committee ('NRC'), of the Company commend their respective re-appointments. Mr. Nobushige Ichikawa and Mr. Hardeep Singh, Directors, are interested in the Ordinary Resolutions set out at Item Nos. 3 and 4 respectively, of this Notice with regard to their re-appointment. The relatives of Mr. Nobushige Ichikawa and Mr. Hardeep Singh, Directors may be deemed to be interested in the resolutions set out at Item Nos. 3 and 4 respectively of this Notice to the extent of their shareholding interest, if any, in the Company. Further, Mr. Hitoshi Sasaki, Mr. Satoshi Suzuki and Mr. Akira Kato, being other nominees of Kubota Corporation, may be deemed to be interested in the re-appointment of Mr. Nobushige Ichikawa.  
  
Save and except for the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 4 of this Notice.
7. Members attending the AGM through VC/ OAVM shall be counted for the purpose of quorum under Section 103 of the Companies Act, 2013.
8. In compliance with the aforesaid MCA Circulars and SEBI Listing Regulations the Notice of the AGM along with the Integrated Annual Report 2025-26 ('IAR' or 'Annual Report' or 'AR') is being sent only through electronic mode to those members whose email addresses are registered with the Company/ RTA/ Depositories. Further, in compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing the web-link, including the exact path, where complete details of the IAR or AR for the financial year 2025-26 are available, is being sent to those members whose email address is not registered with the Company/ RTA/ Depositories.  
  
Members may note that the Notice and IAR or AR will also be available on the Company's website at [www.escortskubota.com](http://www.escortskubota.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of KFin at <https://evoting.kfintech.com>.

## Notice

9. In order to enable the Company to comply with MCA Circulars and to participate in the green initiative in Corporate Governance, members are requested to register their email addresses in respect of shares held in electronic form with their Depository Participant(s) ('DPs') and in respect of shares held in physical form, by sending duly filled and signed form ISR-1 available on Company's Website at <https://www.escortskubota.com/investors/policies-and-documents>, to the RTA of the Company – KFin Technologies Limited at Selenium Building, Tower- B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 or can be emailed to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or by registering with the first holder PAN at <https://kprism.kfintech.com/signup>. Existing users can login through KPRISM (<https://kprism.kfintech.com/>). All updation has to be done through aforesaid ISR Forms as prescribed by SEBI.
10. For receiving all communication (including IAR or AR) from the Company electronically:
- Members holding shares in physical mode and who have not registered/ updated their email address with the Company are requested to register/ update the same in accordance with the procedure mentioned in point no. 9 above.
  - Members holding shares in dematerialised mode are requested to register/ update their email address with their respective DPs.
11. Institutional/ Corporate Members are entitled to appoint authorised representatives to attend, participate at the AGM through VC/ OAVM and cast their votes through e-voting. The Institutional/ Corporate members intending to attend the AGM through authorised representatives are requested to send to KFin/ Scrutiniser a certified true copy of the Board Resolution (PDF/ JPG format) authorising their representative to attend the AGM through VC/ OAVM and vote on their behalf, by an email through its registered email address to [neelamrna@gmail.com](mailto:neelamrna@gmail.com) with a copy marked to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) with a subject line 'Escorts Kubota Limited AGM 2026' alternatively, you can also upload the Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on 'Upload Board Resolution/ Authority Letter' tab displayed under 'E- Voting' tab in your login.
12. In case of joint holders attending the meeting, only such joint holders who is higher in the order of names will be entitled to vote at the Meeting.
13. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, July 04, 2026,
- to Wednesday, July 15, 2026 (both days inclusive) for the purpose of payment of dividend.
- The Board has recommended the Final Dividend @ 330% per share i.e. Rs. 33/- per equity share payable on all outstanding shares, subject to the approval of shareholders at the ensuing AGM.
- The dividend proposed shall be paid within 30 days from the date of declaration. The dividend after deduction of tax at source, if declared at the AGM, would be paid/ dispatched to those persons or their mandates:
- whose names appear as beneficial owners as at the end of the business hours on July 03, 2026, in the list of beneficial owners to be furnished by National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') in respect of the shares held in electronic mode; and
  - whose names appear as members in the Register of Members of the Company/ RTA on or before July 03, 2026.
- As per the provisions of Income-tax Act, 1961, Finance Act, 2020 and as re-enacted under the Income-tax Act, 2025 (IT Act, 2025) dividends paid or distributed by the Company effective from April 01, 2020, dividend income is taxable in the hands of shareholders. Hence the Company is required to deduct tax at source ('TDS') from the amount of dividend paid to shareholders at the prescribed rates. The communication on TDS on dividend distribution at is set out at **Annexure II** to this Notice.
14. The Securities and Exchange Board of India ('SEBI') has made it mandatory for all companies to use the bank account details of investors furnished by the Depositories/ available with the Company/RTA for payment of dividend through National Electronic Clearing Services ('NECS') to the investors, wherever NECS and bank details are available. Members are requested to register / update their complete bank details with their Depository Participant(s), if shares are held in dematerialised mode, by submitting forms and documents as may be required by the Depository Participant(s). Payment of dividend shall be made through electronic mode to those members, holding shares in dematerialised mode, who have updated their bank account details. The Company will not entertain any direct request from members holding shares in electronic mode for deletion/ change in such bank account details.
- As per the Master Circular for Registrars to an Issue and Share Transfer Agents dated February 06, 2026, issued

by SEBI, payment of dividend to members holding shares in physical mode shall only be made electronically. Such payment shall be made only after they have furnished their Permanent Account Number ('PAN'), Contact Details (Postal Address, Mobile Number and E-mail), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company / RTA.

Members who wish to change such bank account details are therefore requested to advise their DP(s) about such change, with complete details of bank account. In case the shares are held in physical form, please submit Form ISR-1 available on our website at <https://www.escortskubota.com/investors/policies-and-documents> to KFin Technologies Limited, Selenium Building, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032, Telengana; Phone: 040-67162222; Toll-Free Number: 1800 309 4001 Email – [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

15. a) SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DP(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ RTA.
- b) In compliance of SEBI Circular dated June 10, 2024, read with SEBI Master Circular for RTA dated February 06, 2026, the security holders holding securities in physical form are hereby advised to update/ register their PAN, Contact Details (i.e. postal address with PIN and mobile no.), Bank Account Details and Specimen Signatures.

Further, any grievances/ services request shall be entertained by RTA/ Company only after furnishing PAN and KYC Details. Also, any payment including

17. (a) Due dates of transferring unclaimed and/ or unpaid dividend declared by the Company from the financial year ended March 31, 2019, and thereafter to Investor Education and Protection Fund ('IEPF') Authority:

Financial Year ended	Type of Dividend	Date of declaration of Dividend	Last date for claiming unpaid/ unclaimed dividend
March 31, 2019	Final	July 27, 2019	August 26, 2026
March 31, 2020	Final	August 24, 2020	September 23, 2027
March 31, 2021	Final	July 27, 2021	August 26, 2028
March 31, 2022	Final	July 14, 2022	August 13, 2029
March 31, 2023	Final	July 14, 2023	August 13, 2030
March 31, 2024	Final	July 18, 2024	August 17, 2031
March 31, 2025	Interim	February 10, 2025	March 11, 2032
March 31, 2025	Final	July 16, 2025	August 15, 2032
March 31, 2026	Special	February 10, 2026	March 12, 2033

dividends, interest (if any) in respect of folios, where PAN or KYC details are not updated, shall be made only through electronic mode after updating the requisite details.

- c) A special window, as per mandate of SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, is opened till February 04, 2027, to facilitate lodgement of transfer requests executed before April 01, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents. Eligible shareholders are requested to submit the requisite documents before February 04, 2027, to Company/ RTA. Securities transferred through this mechanism shall be credited only in dematerialized form and will remain under a one year lock in, during which they cannot be transferred, lien marked, or pledged.
  - d) SEBI vide its Master Circular no. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, as amended, has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise disputes arising in the Indian Securities Market. After exhausting the options to resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR. Link to access SMART ODR Portal is available at <https://smartodr.in/login>.
16. To enable compliance with TDS requirement on Dividend, Members are requested to complete and/ or update their Residential Status, PAN, Category as per the IT Act, 2025 with their DP(s) or in case shares are held in physical form, with the RTA by submitting form ISR-1 as mentioned in point no. 14 above.

Members who have not encashed the dividend warrants so far in respect of the aforesaid periods, are requested to make their claim well in advance of the above due dates. Members are requested to check the details of unclaimed dividend amount, if any, on the Company's website at [www.escortskubota.com](http://www.escortskubota.com) under Investor Information.

Members may please note that the unclaimed dividend in respect of the financial year ended March 31, 2019 must be claimed by the concerned members on or before August 26, 2026, failing which it will be transferred to the IEPF Authority, in accordance with the relevant provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'). Members are requested to write to Company/ RTA, for claiming unclaimed dividend.

The objective of the IEPF Rules is to help the shareholders ascertain the status of their unclaimed amounts and overcome the problems due to misplacement of intimation thereof by post etc. In terms of the said IEPF Rules, the Company has uploaded the information since the financial year 2009-10 on the website of IEPF i.e. [www.iepf.gov.in](http://www.iepf.gov.in) as well as on the Company's website [www.escortskubota.com](http://www.escortskubota.com) under Investor Information Section.

- (b) The Company has transferred the unpaid or unclaimed dividends declared up to March 31, 2019, from time to time, to the IEPF established by the Central Government.
  - (c) Pursuant to IEPF Rules, the Company has, during the financial year 2025-26, transferred to the IEPF, the shares on which the dividend which had remained unpaid or unclaimed for 7 (seven) consecutive years or more on the due date of transfer. Details of shares due to be transferred to the IEPF are available on the website of IEPF i.e. [www.iepf.gov.in](http://www.iepf.gov.in) as well as on the Company's website [www.escortskubota.com](http://www.escortskubota.com) under Investor Information Section.
  - (d) Members may note that shares as well as unclaimed dividends transferred to IEPF can be claimed back. Concerned members/ investors are advised to visit the website of [www.iepf.gov.in](http://www.iepf.gov.in) or contact RTA for lodging claim for refund of shares and/ or dividend from the IEPF.
18. Section 72 of the Act and Rule 19 of the Companies (Share Capital & Debenture) Rules, 2014 has extended

the nomination facility to individual shareholders holding shares in physical form. Shareholders are requested to avail the above facility by submitting prescribed Nomination Form SH-13 to the Company/ RTA. This form is also available on the Company's website at <https://www.escortskubota.com/investors/policies-and-documents>.

19. Member(s) of the Company who are holding shares in physical form and have multiple accounts in identical name(s) or are holding more than one share certificate in the same name under different ledger folio(s) are requested to apply for consolidation of such folio(s).
20. Members may please note that the SEBI Listing Regulations mandate transfer, transmission and transposition of securities of listed Companies, held in physical form, only in demat mode. Further, SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/1/4298/2026 dated February 06, 2026, has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate etc., by submitting a duly filled and signed ISR-4 (Request for issue of Duplicate Certificate and other Service Requests) along with requisite supporting documents to KFin as per the requirement of the aforesaid circular.

The aforesaid forms can be downloaded from the Company's website at <https://www.escortskubota.com/investors/policies-and-documents> and are also available on the website of KFin at <https://ris.kfintech.com/clientservices/investors/isrs.aspx>.





All aforesaid documents/requests should be submitted to RTA, at the address mentioned under Note No. 14 above.

21. Members holding shares in electronic form are requested to intimate all changes pertaining to their details, ECS mandates, email addresses, nominations, power of attorney, change of address/ name etc. to their DPs. Any changes effected by the DPs will be automatically reflected in the record maintained by the Depositories.

22. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or RTA or the concerned DP(s), as the case may be:-
- a. The change in the residential status on return to India for permanent settlement.
  - b. The particulars of the NRE Account with a bank in India, if not furnished earlier.
23. 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. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified.
24. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which directors are interested, maintained under Section 189 of the Act and the relevant documents referred to in the Notice and Annual Report will be available for inspection electronically by the members of the Company during the AGM. All other documents referred to in the Notice and Annual Report will also be available for electronic inspection without payment of any fee by the members from the date of circulation of this notice up to the date of AGM i.e. July 15, 2026. Members seeking to inspect such documents can send an email to [corp.secretarial@escortskubota.com](mailto:corp.secretarial@escortskubota.com).
25. A certificate from the Secretarial Auditors of the Company certifying that the Company's Employee Stock Option Plans are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time and will be available electronically for inspection by the members during the AGM.
26. **Voting through electronic means:**
- (i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI Listing Regulations, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company is pleased to provide its members the facility to exercise their right to vote on resolutions proposed to be considered at the 80<sup>th</sup> AGM by electronic means and the business may be transacted through e-Voting Services ('**Remote e-Voting**').  
  
The members who have cast their votes by Remote e-Voting prior to the AGM may also participate in the AGM through VC/ OAVM via link provided in their login Ids but shall not be entitled to cast their vote again.
  - (ii) E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
  - (iii) 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 to access e-voting facility.

**(iv) The process and manner for Remote e-Voting and e-voting are as under:**

**(a) Access to Depositories e-voting system in case of individual Members holding shares in demat mode.**

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	<p>1. 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 website 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.</p> <p>2. <b>Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</b></p> <ul style="list-style-type: none"> <li>i. Visit the e-services website of NSDL i.e. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile.</li> <li>ii. 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.</li> <li>iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.</li> <li>iv. Click on company name i.e. ‘Escorts Kubota Limited’ or ESP i.e. KFin.</li> <li>v. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period.</li> </ul> <p>3. <b>Those not registered under IDeAS:</b></p> <ul style="list-style-type: none"> <li>i. Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering.</li> <li>ii. 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></li> <li>iii. Visit the e-voting website of NSDL <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>.</li> <li>iv. 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.</li> <li>v. 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.</li> <li>vi. After successful authentication, Members will be redirected to NSDL Depository website wherein they can see e-voting page.</li> <li>vii. Click on company name i.e ‘Escorts Kubota Limited’ 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.</li> <li>viii. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ul> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
Individual Members holding securities in demat mode with CDSL	<p>1. <b>Existing user who have opted for Electronic Access To Securities Information (“Easi/Easiest”) facility:</b></p> <ul 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> </ul>

Type of Member	Login Method
	<p><b>2. User not registered for Easi/ Easiest</b></p> <ol style="list-style-type: none"> <li>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> for registering.</li> <li>Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> <li>After successful registration, please follow the steps given in point no. 1 above to cast your vote.</li> </ol> <p><b>3. Alternatively, by directly accessing the e-voting website of CDSL</b></p> <ol style="list-style-type: none"> <li>Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>Provide demat account number and PAN.</li> <li>System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</li> <li>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. '<b>Escorts Kubota Limited</b>' or select KFin.</li> <li>Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.</li> </ol>
Individual Members login through their demat accounts / website of DPs	<ol style="list-style-type: none"> <li>Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility.</li> <li>Once logged-in, Members will be able to view e-voting option.</li> <li>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.</li> <li>Click on options available against '<b>Escorts Kubota Limited</b>' or '<b>KFin</b>'.</li> <li>Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.</li> </ol>

**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 of Depositories.

**Helpdesk for Individual Members 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 102 0990</b> and <b>1800 22 4430</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>022-62343626, 022-62343624, 022-62343611</b>

**b. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.**

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.

- Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9791, 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 KFin for e-voting, you can use your existing User ID and password for casting the vote.
- After entering these details appropriately, click on "LOGIN".
- 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, e-mail 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., 9791 for ‘**Escorts Kubota Limited**’ 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.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on “**Submit**”.
- xi. 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.

### c. **Members whose email IDs are not registered with the RTA/Depository Participants(s), and consequently Notice of AGM and e-voting instructions cannot be serviced**

To facilitate Members to receive the Company’s Annual Report and Notice for the AGM (including remote e-voting instructions) electronically and cast their vote, the Company has made special arrangements with KFin for registration of email addresses of the Members in terms of MCA Circulars. Eligible Members who have not registered their email address and in consequence the notice could not be serviced, may temporarily get their email address registered with KFin, on or before 05:00 P.M. (IST) on July 08, 2026.

Member may send an email request at the email id [evoting@kfintech.com](mailto:evoting@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 notice of AGM and the e-Voting instructions.

Please follow all steps from Note No. 26 above to cast your vote by electronic means.

### d. **Voting During the AGM**

- i) Members who have not cast their vote through remote e- voting shall be eligible to cast their vote through evoting system available during the AGM. E-voting during the AGM is integrated with the VC platform and no separate login is required for the same.

- ii) Members who have voted through remote e-voting will be eligible to attend the AGM, however, they shall not be allowed to cast their vote again during the AGM.
  - iii) Upon declaration by the Chairman about the commencement of e-voting at AGM, Members shall click on the “**Vote**” sign on the left-hand bottom corner of their video screen for voting at the AGM, which will take them to the ‘**Instapoll**’ page.
  - iv) Members to click on the “**Instapoll**” icon to reach the resolution page and follow the instructions to vote on the resolutions.
  - v) However, this facility shall be operational till all the resolutions are considered and voted upon in the meeting including 15 minutes after the conclusion of the meeting.
  - vi) 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 i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
  - vii) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.
27. **Instructions for attending the AGM through VC**
- a) Members may access the platform to attend the AGM through VC at <https://emeetings.kfintech.com> by using their DP ID / Client ID as applicable as the credentials.
  - b) The facility for joining the AGM shall be open 15 minutes before the time scheduled to start the AGM and shall not be closed for at least 15 minutes after the conclusion of the proceedings of the AGM.
  - c) Members are encouraged to join the Meeting using Google Chrome (preferred browser), Safari, Microsoft Edge or Mozilla Firefox.
  - d) Members will be required to grant access to the webcam to enable two-way video conferencing.
  - e) Members are advised to use stable Wi-Fi or LAN connection to participate at the AGM through VC smoothly, without any fluctuations in the audio/video quality.
28. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the ‘**Forgot User Details/ Password?**’ or ‘**Physical User Reset Password?**’ option available on <https://evoting.kfintech.com> to reset the password.
29. 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 available at the download section of <https://evoting.kfintech.com> or contact Mr. Sankara Gokavarapu, Senior Manager (Unit: Escorts Kubota Limited), KFin Technologies Limited, Selenium Building, Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032. Toll Free No.: 1800 309 4001; E-mail: [evoting@kfintech.com](mailto:evoting@kfintech.com) for any further clarifications.
30. The Remote e-Voting period commences on **July 12, 2026 (09:00 A.M. IST)** and ends on **July 14, 2026 (05:00 P.M. IST)**. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. July 08, 2026**, may cast their vote by Remote e-Voting. The Remote e-Voting Module shall be disabled by KFin for voting thereafter from their e-Voting module.
31. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of Remote e-Voting as well as voting during the AGM. A person who is not the member on cut-off date should treat this Notice for information purpose only.
32. The voting rights of members shall be in proportion to their shareholding in the Paid-up Equity Share Capital of the Company as on the **cut-off date i.e. July 08, 2026**.

### 33. Miscellaneous Process/ Notes

- a. Members may join the 80<sup>th</sup> AGM through VC facility by following the procedure as mentioned separately in the Notice, which shall be kept open for the Members from 11:45 AM IST i.e. 15 minutes before the time scheduled of the 80<sup>th</sup> AGM and shall not be closed for atleast 15 minutes after the conclusion of the proceedings of the 80<sup>th</sup> AGM.
  - b. Members who would like to express their views or ask questions during the AGM may get registered themselves by sending an e-mail from their registered e-mail id at [corp.secretarial@escortskubota.com](mailto:corp.secretarial@escortskubota.com) by mentioning their name, folio no./ DP ID & Client ID, shareholding and mobile no. The speaker registration will be open from 09:00 A.M., July 09, 2026, to 05:00 P.M., July 11, 2026. Only those members who are registered, on a first come first serve basis, as speakers will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers depending upon availability of time as appropriate for smooth conduct of the AGM.
  - c. Members seeking any information with regard to the accounts or any matter to be considered at the AGM, are requested to write to the Company on or before Wednesday, July 08, 2026 by sending e-mail on [corp.secretarial@escortskubota.com](mailto:corp.secretarial@escortskubota.com). The same will be replied by the Company suitably.
  - d. Members can also ask questions from the Auditors of the Company. The questions can be emailed at [investor.relation@escortskubota.com](mailto:investor.relation@escortskubota.com) with special mention of 'question for auditors'. The query(ies) will be forwarded to the respective Auditors for their response.
  - e. Facility of joining the AGM through VC/ OAVM shall be available for 1000 members on first come first serve basis. However, participation of members holding 2% or more shares, Promoters and 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.
  - f. Any person, who acquires shares of the Company and becomes member of the Company after the Company sends the AGM Notice and holds shares as on the cut-off date i.e., July 08, 2026, will receive an email from KFin regarding USER ID and password and shall follow the procedure as mentioned above.
34. M/s. Neelam Gupta & Associates, a Firm of Company Secretaries in Practice (Firm Registration Number S2006DE086800) has been appointed as **Scrutiniser** to scrutinise the process of Remote e-Voting and voting during the meeting in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.
  35. The Scrutiniser shall, after the conclusion of voting at the AGM, unblock the votes cast through Remote e-Voting and voting during the meeting and shall issue, not later than 2 working days of the conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favor or against, if any, to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
  36. The results declared alongwith the Scrutiniser's Report shall be placed on Company's website [www.escortskubota.com](http://www.escortskubota.com) and displayed at the Registered Office of the Company and on the website of KFin at <https://evoting.kfintech.com> immediately after the declaration of result by the Chairman or a person authorised by him in writing. The results shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

By Order of the Board of Directors  
For **Escorts Kubota Limited**

Sd/-  
**Arvind Kumar**  
Company Secretary

Place: Faridabad  
Date: June 12, 2026

**No gift(s), gift coupon(s) or cash in lieu of gift(s) shall be distributed to members in connection with the Meeting.**

## **EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

### **Item No. 5**

The Board of Directors of the Company, based on recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Ramanath Iyer & Co., as Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027.

In terms of the provisions of the Section 148 of the Companies Act, 2013, ('Act') read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027, as set out in Item No. 5 of the Notice.

None of the Directors and/or Key Managerial Personnel of the Company and/ or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 5 of the Notice.

Based on the rationale and justification provided above the Board of Directors commend the Ordinary Resolution as set out at Item No. 5 of the Notice for ratification by the Members.

### **Item No. 6**

Pursuant to the provisions of Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) ('SEBI Listing Regulations'), 'Material Related Party Transaction(s)' require approval of the shareholders through Ordinary Resolution. Further, pursuant to Section 188 of the Act, any transaction(s) exceeding the threshold specified under Section 188 read with rules thereunder also require approval of shareholders through Ordinary Resolution. Further, the interested or related parties are not allowed to cast their vote to approve the said resolution.

'Material Related Party Transaction' for this purpose means, transaction(s) entered/ to be entered in to individually or taken together with previous transaction(s), during a financial year, exceed 10% of the annual consolidated turnover of the listed entity (having consolidated turnover up to Rs. 20,000/- Crores) as per its last audited consolidated financial statement, with each related party. However, the threshold, pursuant to Section 188 of the Act read with rules thereunder,

means sale, purchase or supply of any goods or material or availing or rendering of any services, directly or through appointment of agent, amounting to 10% or more of the turnover of the Company.

Members may kindly note that the annual consolidated and standalone turnover of the Company (including discontinued operations) as on March 31, 2026, is Rs. 11,674.14 Crores and Rs. 11,606.65 Crores respectively).

Members may kindly further note that Kubota Corporation, holding company of the Company, ('KC' or 'Kubota') is a related party of the Company in terms of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations.

Further, Regulation 2(1)(zc) of the SEBI Listing Regulations defines 'Related Party Transaction' to mean, transfer of resources, services or obligations between related entities. The Company as part of its ordinary course of business has entered into/ propose to enter into contract(s)/agreement(s)/ arrangement(s)/ transactions with KC. The transaction(s) to be entered into are majorly in the nature of a) sale, purchase, or supply of goods; b) availing or rendering of services including the use of Trademark, c) payment of royalty, and d) transfer of any resources, services or obligations to meet business objectives/ requirements, etc. ('Related Party Transaction(s)'). These transactions are undertaken based on business synergies, operational efficiencies, and the specialized capabilities of KC. Given the nature of the transactions, comparable alternatives in the market may be limited, particularly considering the integrated business model, technical know-how, and proprietary assets involved. The arrangements are expected to provide the Company with operational efficiencies, cost optimization, and access to advanced technology and global best practices. In particular, Kubota's established global expertise and technical know-how will support the Company in enhancing manufacturing processes, improving product quality, and strengthening overall technical capabilities.

Further, utilizing Kubota's extensive global distribution network allows the Company to export its cost-competitive, "Make in India" products to international markets, optimizing capacity utilization and driving export revenue which is likely to increase the market share and overall profitability.

A certificate has been received, from Chairman & Managing Director, Deputy Managing Director and Whole Time Director

## Notice

and Chief Financial Officer, specifying that the proposed Material Related Party Transaction(s) are in the interest of the Company.

All Related Party Transaction(s) of the Company with KC are at arm's length (i.e on the same terms and conditions as would be applicable to any other unrelated party of KC) and in the ordinary course of business. The Company has well defined governance process for the related party transactions undertaken. On the recommendations of the Audit Committee these transactions are independently reviewed by one of the Big4 accounting firms / Independent accounting firms with respect to arm's length consideration and transfer pricing mechanism.

Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee. The Audit Committee comprises of majority Independent Directors. All Related Party Transactions as set out in the Notice have been unanimously approved by the Audit Committee and the Board of Directors, at their respective meetings, held on May 07, 2026, after satisfying

themselves that the Related Party Transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis the details of all related party transactions entered into during the previous quarter pursuant to its approvals.

Since the aggregate amount of foreseen contract(s)/ transaction(s) to be entered into with KC during the Financial Year 2026-27 is likely to exceed 10% of the annual consolidated turnover the Company (i.e. Rs. 1,167.41/- Crores (including the discontinued business) (Rupees One Thousand One Hundred Sixty-Seven Crores and Forty-One Lakh only), and/ or 10% of the standalone turnover of the Company i.e. Rs. 1,160.66/- Crores (including the discontinued business) (Rupees One Thousand One Hundred Sixty Crores and Sixty-Six Lakh Only) (hereinafter called as the permissible limits) accordingly, it is proposed to seek approval of Members, upto an amount of Rs. 1,500/- Crores (Rupees One Thousand Five Hundred Crores only), for the financial year 2026-27, in compliance of Regulation 23(4) of the SEBI Listing Regulation and Section 188 of the Act, by way of Ordinary Resolution.

The details required to be furnished as per the Act, SEBI Listing Regulations and Industry Standards Note ('ISN') on 'minimum information to be provided for review of the Audit Committee and Shareholders for approval of a Related Party Transaction' issued by SEBI Circular No. SEBI/HO/CFD/CFD-POD-2/P/CIR/2025/93 dated June 26, 2025 are given below:

S. No.	Particulars	Details
1.	Name of the Related Party (RP), Country of incorporation of the RP, nature of the Relationship (including nature of its concern/ Interest (financial or otherwise), and the nature, type, duration, material terms, monetary value and particulars of the contract or arrangements, any advance paid or received for contract or arrangement	Kindly refer to Annexure III
2.	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	
3.	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	
4.	Name of the director or key managerial personnel who is related, if any	Directors forming part of Promoter and Promoter Group are related parties (the details of which are given in Corporate Governance Report of Annual Report of FY 2025-26)
5.	Information provided to the Audit Committee and Shareholders under Para 4 & 6 of Section III-B of SEBI Master Circular no. HO/49/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026	Kindly refer to Annexure III
6.	Information as placed before the Audit Committee in the format specified in Para 4 of the aforesaid ISN	Kindly refer to Annexure III
7.	Justification as to why the proposed transaction is in the interest of the listed entity.	Kindly refer to Annexure III
8.	Disclose the fact that the Audit Committee had reviewed the certificate provided by the CEO/ Managing Director/ Whole-time Director/Manager and CFO of the Listed Entity as required under ISN.	The Audit Committee has reviewed the certificate received, from Chairman & Managing Director, Deputy Managing Director and Whole Time Director and CFO, specifying that the proposed Material Related Party Transaction(s) are in the interest of the Company.

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None of the Directors (except the directors nominated by Kubota Corporation), and Key Managerial Personnel of the Company and/ or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 6 of the Notice.

Based on the rationale and justification provided above, the Board, on the recommendation of Audit Committee, commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of Members.

By Order of the Board of Directors  
For **Escorts Kubota Limited**

Sd/-  
**Arvind Kumar**  
Company Secretary

Place: Faridabad  
Date: June 12, 2026

## Annexure – I

to the Notice

### INFORMATION PROVIDED PURSUANT TO REQUIREMENTS GIVEN UNDER REGULATION 36(3) OF SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD ON THE GENERAL MEETINGS IN RESPECT OF INDIVIDUALS PROPOSED TO BE APPOINTED/ RE-APPOINTED AS DIRECTOR(S):

A.	Particulars	Mr. Nobushige Ichikawa	Mr. Hardeep Singh
	Director Identification Number	09570234	00088096
	Date of Birth (Age)	February 17, 1966 (60 years)	September 08, 1954 (71 years)
	Date of first appointment on the Board	February 8, 2024	November 28, 2011
	Qualifications	Post Graduate in Master of Science and Engineering	Graduate in Economics from Pune University & Alumnus of Kellogg School of Management
	Brief Resume, experience and Expertise in specific functional areas	Mr. Nobushige Ichikawa, aged about 60 years, is Post Graduate in Master of Science and Engineering, from Tokyo Institute of Technology. He joined Kubota Corporation (KBT) in 1990 and has been working for KBT for almost 35 years in various management positions in Japan. In the year 2018 he entered Farm Machinery Engineering Europe Department and at present, he holds positions of Managing Executive Officer, General Manager of Tractor Division, General Manager of Tractor Engineering Management Unit and Deputy General Manager of Research and Development Headquarters of Kubota Corporation.	Mr. Hardeep Singh has rich experience of holding top managerial positions in leading Indian and foreign companies. Mr. Singh has formerly served as - Executive Chairman of Cargill South Asia / Amalgamated Plantations (a Tata Enterprise)/ Non-Executive Chairman of HSBC Invest Direct India Limited. He has served as Chairman of the Monitoring Committee on Minimum Support Price constituted by the Planning Commission, Govt. of India. He has been a member of the National Council of CII and the National Committee for Agriculture of FICCI. He has also been an invited speaker at the World Bank, US Department of Agriculture Global Summit, International Food Policy Research Institute (IFPRI) in Washington DC, Imperial College in the UK and the Indian Institute of Management (IIM), Ahmedabad. Mr. Singh is a graduate in economics from Pune University and an alumnus of the Kellogg School of Management.
	Directorships held in other listed companies* (excluding Private Limited Companies, Section 8 Companies, Foreign Companies & LLP's)	Nil	UPL Limited
	Committee Memberships of other Companies (considered only Audit Committee and Stakeholders Relationship Committee)	Nil	UPL Limited- Audit Committee - Member
	Names of listed entities from which the person has resigned in the past three years	Nil	Nil
	Number of shares held in the Company	Nil	500 equity shares
	Number of meetings of the Board attended during the year	6 out of 6	5 out of 6
	Relationship between directors inter-se and key managerial personnel (KMP) of the Company	There is no inter-se relationship between Mr. Nobushige Ichikawa and other directors or Key Managerial Personnel (KMP) of the Company except that he is the nominee Director of Kubota Corporation along with Mr. Akira Kato, Mr. Hitoshi Sasaki and Mr. Satoshi Suzuki.	There is no inter-se relationship between Mr. Hardeep Singh and other directors or Key Managerial Personnel (KMP) of the Company except he is a member of the Promoter Group of the Company.

A.	Particulars	Mr. Nobushige Ichikawa	Mr. Hardeep Singh
	Terms and Conditions of appointment/ re-appointment	Mr. Nobushige Ichikawa and Mr. Hardeep Singh have been appointed in terms of the provisions of Act and are responsible to undertake the roles and responsibilities prescribed under the provisions of the Act and other laws for the time being in force. In addition, they are also responsible for undertaking the roles and responsibilities assigned by the Board from time to time.	
	Details of proposed remuneration and the remuneration last drawn, if any	Nil	The non-executive director(s) will be entitled to sitting fee and commission, if any, approved by the Board/ shareholders from time to time. Details of last remuneration are mentioned in the Integrated Annual Report for the financial year 2025-26.

\*Considered only Indian Listed entities.

## Annexure – II

to the Notice

### COMMUNICATION ON TAX DEDUCTION AT SOURCE ('TDS') ON DIVIDEND DISTRIBUTION

Please take note of the below TDS provisions and information/document(s) requirement for shareholder:

#### Section 1: For all Members – Details that should be completed and /or updated, as applicable: -

All Members are requested to ensure that the below details are completed and/ or updated, as applicable, in their respective Demat Account(s) maintained with the Depository Participant(s); or in case of shares held in physical form, with the Registrar & Share Transfer Agent ('RTA') of the Company.

- I. Valid Permanent Account Number ('PAN').
- II. Residential status as per the Income Tax Act, 2025 ('IT Act') i.e. Resident or Non-Resident for FY 2026-27.
- III. Category of the Member:
  - i. Mutual Fund
  - ii. Insurance Company
  - iii. Alternate Investment Fund ('AIF') Category I and II
  - iv. AIF Category III
  - v. Government (Central/ State Government)
  - vi. Foreign Portfolio Investor ('FPI')/ Foreign Institutional Investor ('FII'): Foreign Company
  - vii. FPI/ FII: Others (being Individual, Firm, Trust, Artificial Juridical Person ('AJP'), etc.)
  - viii. Individual
  - ix. Hindu Undivided Family ('HUF')
  - x. Firm
  - xi. Limited Liability Partnership ('LLP')
  - xii. Association of Persons ('AOP'), Body of Individuals ('BOI') or Artificial Juridical Person ('AJP')
  - xiii. Trust
  - xiv. Domestic Company
  - xv. Foreign Company.
- IV. Email Address.
- V. Address.

### Section 2: TDS provisions and documents required, as applicable for relevant category of Members

#### I. For Resident Members:

- i. **Mutual Funds:** No TDS is required to be deducted as per Section 393(5)(d)(B) of the IT Act subject to specified conditions. Self-attested copy of valid SEBI registration certificate needs to be submitted.
- ii. **Insurance companies:** No TDS is required to be deducted as per Section 393 of the IT Act subject to specified conditions. Self-attested copy of valid IRDA registration certificate needs to be submitted.
- iii. **Category I and II Alternative Investment Fund:** No TDS is required to be deducted as per Section 400(1) of the IT Act read with Notification No. 51/2015 dated June 25, 2015, subject to specified conditions. Self-attested copy of valid SEBI/IFSCA registration certificate needs to be submitted.
- iv. **Recognised Provident Funds:** No TDS is required to be deducted as per Circular No. 18/2017 subject to specified conditions. Self-attested copy of a valid order from Commissioner under Rule 3 of Part A of Eleventh Schedule to the IT Act, or self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees' Provident Funds Act, 1952 needs to be submitted.
- v. **Approved Superannuation Fund:** No TDS is required to be deducted as per Circular No. 18/2017 subject to specified conditions. Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Eleventh Schedule to the IT Act needs to be submitted.
- vi. **Approved Gratuity Fund:** No TDS is required to be deducted as per Circular No. 18/2017 subject to specified conditions. Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Eleventh Schedule to the IT Act needs to be submitted.
- vii. **National Pension System Trust:** No TDS is required to be deducted as per Section 393(9) of the IT Act.
- viii. **Government (Central/ State):** No TDS is required to be deducted as per Section 393(5)(a) of the IT Act.

ix. **Business Trust:** No TDS is required to be deducted as per Section 393(1) Table: Sl. No. 7 Sl. No. 10(d) of the IT Act. Self-attested copy of valid SEBI registration certificate needs to be submitted.

x. **Any other entity entitled to exemption from TDS:** Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order etc.) in support of the entity being entitled to exemption from TDS needs to be submitted.

xi. **Other resident Members:**

a) TDS is required to be deducted at the rate of 10% under u/s 393(1) Table: Sl. No.7 of the IT Act.

b) No TDS is required to be deducted, if aggregate dividend distributed or likely to be distributed during the financial year to individual shareholder does not exceed Rs. 10,000 as per Section 393(1) Table: Sl. No. 7 Sl. No. 10(f).

c) TDS is required to be deducted at the rate of 20% u/s 397(2)(a) & (b)(i) of the IT Act, if valid PAN of the shareholder is not available or the PAN has become inoperative.

d) TDS is required to be deducted at the rate prescribed in the lower tax withholding certificate issued u/s 395 of the Act, if such valid certificate is provided.

e) No TDS is required to be deducted on furnishing of valid Form 121 by a resident individual. (Format of Form 121 & relevant guidelines for filing Form-121 are available on website of Income Tax at the following link: <https://www.incometaxindia.gov.in/documents/d/guest/form-no-121> & <https://www.incometaxindia.gov.in/documents/d/guest/form-121-faqs>

Please note that Declaration under Form No. 121 shall not be valid if it does not contain the PAN of the declarant. In such cases TDS shall be deducted at the rate of 20% u/s 397(2)(f)&(g) of the IT Act.

## II. For Non-resident Members:

i. **FPI and FII:**

a. TDS is required to be deducted at the rate of 20% (plus applicable surcharge and cess).

Shareholder may be entitled to avail lower TDS rate as per Double Tax Avoidance Treaty/ Agreement ('DTAA') between India and the country of tax residence of the shareholder, on furnishing the below specified documents:

1. Self-attested copy of valid PAN;
2. Self-attested copy of valid Tax Residency Certificate ('TRC') obtained from the tax authorities of the country of which the shareholder is a resident;
3. Form 41 filed electronically on income tax e-portal.
4. Self-declaration on letter head of having no Permanent Establishment in India, Beneficial ownership of shares and eligibility to claim treaty benefits (as per **Appendix-1** to this Communication).

b. In case the dividend is payable to 'Specified Fund' (Category – III Alternate Investment Fund) referred to in [Schedule VI, Note 1(g)], TDS rate would be 10% (plus applicable surcharge and cess) as per section 393(1) Table: Sl. No.16. The reduced rate of TDS would be subject to the availability of requisite documents demonstrating that the person is covered under the aforesaid category of 'Specified Fund'.

ii. **Any entity entitled to exemption from TDS:** Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc. by Indian tax authorities) in support of the entity being entitled to exemption from TDS needs to be submitted.

iii. **Other non-resident Members:**

a) TDS is required to be deducted at the rate of 20% (plus applicable surcharge and cess).

b) Shareholder may be entitled to avail lower TDS rate as per Double Tax Avoidance Treaty/ Agreement ('DTAA') between India and the country of tax residence of the shareholder, on furnishing the below specified documents:-

- 1) Self-attested copy of PAN;
- 2) Self-attested copy of valid Tax Residency Certificate ('TRC') obtained from the tax

## Annexure – II

to the Notice

- authorities of the country of which the shareholder is a resident;
- 3) Form 41 filed electronically on income tax e-portal.
  - 4) Self-declaration on letter head of having no Permanent Establishment in India, Beneficial ownership of shares and eligibility to claim treaty benefits (as per **Appendix-1** to this communication).
- c) TDS is required to be deducted at the rate prescribed in valid lower tax withholding certificate issued u/s 395 of the IT Act, if such valid certificate is provided.

Details and/or documents as mentioned above in Section 1 and Section 2, as applicable to the Member, need to be sent, duly completed and signed, through registered email address of the Member with PAN being mentioned in the subject of the email to reach [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) by July 03, 2026. Please note that no communication in this regard, shall be accepted post July 03, 2026. Members can also upload the soft copy of the documents duly completed and signed using the following url: <https://ris.kfintech.com/form15/>.

### Section 3: Other general information for the Members: -

- I. For all self-attested documents, Members must mention on the document '**certified true copy of the original**'. For all documents being sent/ accepted by email, the Member undertakes to send the original document(s) on the request by the Company.

- II. In case, the dividend income is assessable to tax in the hands of a person other than the registered Member as on the Book Closure Date, the registered Member is required to furnish a declaration (as per **Appendix-2**) to this communication containing the name, address, and PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person by July 03, 2026.
- III. TDS deduction certificate will be sent to the Members' registered email address in due course.

Application of TDS rate is subject to necessary due diligence and verification by the Company of the shareholder details as available in register of Members on the Book Closure Date, documents, information available in public domain, etc. In case of ambiguous, incomplete or conflicting information, or the valid information/ documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate.

- IV. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided/ to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also, provide the Company with all information/ documents and co-operation in any appellate proceedings.

#### Note:

Above communication on TDS sets out the provisions of law in a summarized manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

## (Appendix-1)

(Refer Section 2(II)(i)(a)(4)/ 2(II)(iii)(b)(4) of Communication on TDS on Dividend Distribution)

### FORMAT FOR DECLARATION FOR CLAIMING BENEFITS UNDER DTAA

#### Escorts Kubota Limited

15/5, Mathura Road

Faridabad, Haryana - 121003

Email: [corp.secretarial@escortskubota.com](mailto:corp.secretarial@escortskubota.com)

**Subject: Declaration for eligibility to claim benefit under Double Taxation Avoidance Agreement between Government of India and Government of ..... (mention country of tax residency) ('DTAA'), as modified by Multilateral Instrument ('MLI'), if applicable.**

With reference to above, I/We wish to declare as below:

1. I / We, ..... (Full name of the shareholder), having permanent account number (PAN) under the Indian Income Tax Act, ..... (mention PAN) and holding ..... (mention number of shares held) number of shares of the Company under Demat Account Number/ Folio Number.....as on the Book Closure Date from ..... 2026 to ..... 2026 (both days inclusive), am / are a tax resident of ..... (country name) in terms of Article 4 of the DTAA as modified by MLI (if applicable) and do not qualify as a 'resident' of India under Section 6 of the Income-tax Act, 2025 ("the IT Act, 2025"). A copy of the valid tax residency certificate for..... (period), which is valid as on the Book Closure Date, is attached herewith.
2. I/ We am/ are eligible to be governed by the provisions of the DTAA as modified by MLI (if applicable), in respect of the dividend income and meet all the necessary conditions to claim treaty rate including, but not limited to, satisfaction of the 'Principal Purpose Test' provided in such MLI.
3. I/ We am/ are the legal and beneficial owner of the dividend income to be received from the Company.
4. I/ We do/ will not have a Permanent Establishment ('PE') in India, during April 01, 2026 to March 31, 2027, in terms of Article 5 of the DTAA as modified by MLI (if applicable) or a fixed base in India and the amounts paid/ payable to us, in any case, are not attributable to the PE or fixed base, if any, which may have got constituted otherwise.

5. I/ We do not have a Business Connection in India according to the provision of Section 9(2) of the IT Act and the amounts paid/ payable to us, in any case, are not attributable to business operations, if any, carried out in India.
6. I/ We hereby confirm that we do/ will not have a place of effective management, during the period April 01, 2026 to March 31, 2027, in India and none of the key management and commercial decisions for the conduct of business in substance are/ will be made in India.

I/ We hereby certify that the declarations made above are true and bonafide. In case in future, any of the declarations made above undergo a change, we undertake to promptly intimate you in writing of the said event. You may consider the above representations as subsisting unless intimated otherwise.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by me, I/ We will be responsible to pay and indemnify such income tax demand (including interest, penalty, etc.) and provide the Company with all information/ documents that may be necessary and co-operate in any proceedings before any income tax/ appellate authority.

**For.....Mention the name of the payee**

**(Authorised Signatory)**

**Name of the person signing:-**

**Designation of the person signing:-**

**Contact Number:-**

**Contact Address:-**

**Email:-**

**Date:-**

**Place:-**

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to the Notice

**(Appendix-2)**

[On letterhead of shareholder]

**Date:**

**To: [Company Name / Registrar & Transfer Agent Name]**

**[Address]**

**Sub: Declaration u/s 393 of the Income-tax Act, 2025 r.w. Rule 203 of the Income-tax Rules, 2026 for Transfer of TDS Credit.**

1. This declaration is in relation to the equity shares of Escorts Kubota Limited held by us as the Registered Holder under **DP ID/Client ID: [Insert Details]** as on the Record Date for the Financial Year 2026-27.
2. We hereby declare that while the shares are registered in our name, the beneficial interest in the dividend income belongs to the person(s) mentioned in **Paragraph 4**. These shares are held by us in the capacity of a **[Insert Capacity: e.g., Nominee / Joint Holder / Clearing Member / Trustee]**.
3. In accordance with **Section 393** of the Income-tax Act, 2025, and **Rule 203** of the Income-tax Rules, 2026, we request that the credit for Tax Deducted at Source (TDS) on the dividend paid be granted to the actual beneficial owner(s) in whose hands the income is assessable.
4. We request you to report the dividend and the corresponding TDS against the PAN(s) listed below:

Sr. No.	Name of Beneficial Owner	Address	PAN	Contact Number	Email ID	Shareholding % / Amount

5. We request the Company/Deductor to issue the TDS Certificate (Form 131) in the name and PAN of the aforementioned beneficial owner(s). We further confirm that:
  - The income is assessable in the hands of the persons mentioned above.
  - We shall not claim credit for the said TDS in our own income tax returns.
6. I/We hereby agree to indemnify and hold the Company harmless against any tax, interest, or penalty that may arise due to the Company relying on this declaration for the purpose of TDS reporting and credit allocation.

**Verification:**

I/We, **[Insert Name of Signatory]**, in my capacity as **[Insert Designation]**, do hereby declare that the information provided above is true and correct to the best of my knowledge and belief.

For **[Name of Registered Holder]**

(Signature)

**Authorized Signatory**

**Designation:** [Insert]

**Company Seal:** [If applicable]

## Annexure – III

to the Notice

### Part - A1 to A5 of Industry Standards Note ('ISN')

S. No.	Particulars of the information	Information provided by the management																					
1	Name of the related party	Kubota Corporation																					
2	Country of incorporation of the related party	Osaka, Japan																					
3	Nature of business of the related party	Manufacturing and selling machinery, particularly in the fields of agriculture, construction, and water/environment.																					
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party - including nature of its concern (financial or otherwise) and the following:	Holding company of Escorts Kubota Limited ('Company' or 'EKL'), having interest to extent of its shareholding in the Company.																					
a	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	No Direct/ Indirect Shareholding in the related party.																					
b	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Related Party is a Body Corporate and there is no shareholding/capital contribution by EKL.																					
c	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	54.07%																					
5	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year:	<table border="1"> <thead> <tr> <th>S. No</th> <th>Nature of Transactions</th> <th>FY 25-26 (Rupees In Crores)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Purchase of goods</td> <td>883.38</td> </tr> <tr> <td>2</td> <td>Sale of goods</td> <td>5.00</td> </tr> <tr> <td>3</td> <td>Receiving of services</td> <td>23.32</td> </tr> <tr> <td>4</td> <td>Rendering of services</td> <td>13.47</td> </tr> <tr> <td>5</td> <td>Royalty paid</td> <td>5.27</td> </tr> <tr> <td></td> <td><b>Total</b></td> <td><b>930.44*</b></td> </tr> </tbody> </table> <p>*Against the limit of Rs. 1250 Crores, as approved by the shareholders in the last AGM held on July 16, 2025.</p>	S. No	Nature of Transactions	FY 25-26 (Rupees In Crores)	1	Purchase of goods	883.38	2	Sale of goods	5.00	3	Receiving of services	23.32	4	Rendering of services	13.47	5	Royalty paid	5.27		<b>Total</b>	<b>930.44*</b>
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4	Rendering of services	13.47																					
5	Royalty paid	5.27																					
	<b>Total</b>	<b>930.44*</b>																					
6	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Please see details in S. No. 5, in absence of information for the quarter immediately preceding the quarter, from the date of this notice.																					
7	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default during the last financial year, since the value of the executed transaction(s) is within the ambit of approval of shareholder in the AGM held on July 16, 2025.																					
8	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 1,500/- Crores.																					
9	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes. The proposed transaction(s) with Related Party for the financial year 2026-27 is for material RPT approval.																					
10	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	12.85%																					

## Annexure – III

to the Notice

S. No.	Particulars of the information	Information provided by the management												
11	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable as transaction is with the Holding company												
12	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year	1.92%												
13	Financial performance of the related party for the immediately preceding financial year:	<p>The holding company follows a different financial year i.e. January to December. However, the figures are recalibrated to align with the financial year i.e. April to March.</p> <p style="text-align: right;">Rupees in Crores</p> <table border="1"> <thead> <tr> <th>S. No</th> <th>Particulars</th> <th>Financial Year ended March 31, 2026</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Turnover</td> <td>78,226.20</td> </tr> <tr> <td>2</td> <td>Profit after Tax</td> <td>15,914.01</td> </tr> <tr> <td>3</td> <td>Net worth</td> <td>56,373.37</td> </tr> </tbody> </table>	S. No	Particulars	Financial Year ended March 31, 2026	1	Turnover	78,226.20	2	Profit after Tax	15,914.01	3	Net worth	56,373.37
S. No	Particulars	Financial Year ended March 31, 2026												
1	Turnover	78,226.20												
2	Profit after Tax	15,914.01												
3	Net worth	56,373.37												
14	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Rupees in Crores												
a.	Sale of goods	50												
b.	Rendering of services (including reimbursements)	50												
c.	Purchases of goods	1,330												
d.	Receiving of services (including reimbursements)	50												
e.	Royalty Paid	20												
	Total (a+b+c+d+e)	1,500												
15	Details of each type of the proposed transaction	As mentioned in S. No. 14												
16	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Financial Year 2026-27												
17	Whether omnibus approval is being sought?	Yes.												
18	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The proposed transaction(s) of Rs. 1,500 Crores are for the Financial Year 2026-27.												
19	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transactions are to be entered into with Kubota Corporation, Japan that holds 54.07% shares of the Company and has a large global network that will potentially facilitate enhancing our geographical reach, sales capacity and expanding our market share. The products that are intended to be procured from and/ or supplied to Kubota Corporation mainly include Tractors, Engines, Construction Equipment, Combine Harvesters, Rice Transplanters and other Agri-solutions Products and Parts thereof as well as services procured and/ or rendered in relation to such products, which are proprietary in nature. These transactions are undertaken based on business synergies, operational efficiencies, and the specialized capabilities of the related party.												

S. No.	Particulars of the information	Information provided by the management
		<p>Given the nature of the transactions, comparable alternatives in the market may be limited, particularly considering the integrated business model, technical know-how, and proprietary assets involved. The arrangements are expected to provide the Company with operational efficiencies, cost optimization, and access to advanced technology and global best practices. In particular, Kubota's established global expertise and technical know-how will support the Company in enhancing manufacturing processes, improving product quality, and strengthening overall technical capabilities.</p> <p>Further, utilizing Kubota's extensive global distribution network allows the Company to export its cost-competitive, "Make in India" products to international markets, optimizing capacity utilization and driving export revenue which is likely to increase the market share and overall profitability.</p> <p>A certificate has been received, from Chairman &amp; Managing Director, Deputy Managing Director and Whole Time Director and CFO, specifying that the proposed Material Related Party Transaction(s) are in the interest of the Company.</p> <p>Kindly be noted that these transactions are independently reviewed by one of the Big4 accounting firms / Independent accounting firms with respect to arm's length consideration and transfer pricing mechanism.</p>
20	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly:-	Kubota Corporation (Joint Promoter of the Company), being a Related Party, has interest in the transaction(s) to the extent of its shareholding, as mentioned above.
	a. Name of the director / KMP	-
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
21	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	No valuation report has been taken. Please refer to S. No. 19 above.
22	Other information relevant for decision making.	None

## Part B1 of ISN

S. No.	Particulars of the information	Information provided by the management
23	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No. Please refer to S. No. 19 above.
24	Basis of determination of price.	Will be the comparable Market Price based on the nature and volume of transactions, in line with the justification as provided in S. No. 19 above.
25	In case of Trade advance ( <i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i> ), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	No Trade Advance given
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

## Annexure – III

to the Notice

### (B2 to B6 is not applicable)

Part B7 of ISN- Pursuant to Regulation of 23(1A) of SEBI LODR Regulations 2015, any royalty payment made to a related party that exceeds 5% of the annual consolidated turnover of the Company shall be considered material and shall require shareholders' approval for such material Related Party Transaction (MRPT). Members may kindly note that, the royalty payment will not exceed 5 % of total consolidated turnover of the Company, accordingly, payment of Royalty will not be considered as a MRPT and therefore it is not a subject matter of the present approval. In order to determine the permissible limits of Material Related Party Transaction(s), in compliance of applicable provisions/ guidelines, value of all the transactions (including the payment of Royalty) have been clubbed. Further, as required by Part B7 of ISN, the below disclosures are being given for transparency/ governance:

S. No.	Particulars of the information	Information provided by the management
26	Purpose for which royalty is proposed to be paid to the related party in the current financial year.	The royalty is based on the sales which includes Brand name, however to justify the same, Kubota has provided minimum parameters/process i.e. Kubota Production System to ensure the quality of the product is in accordance with the technology strength and will not affect the Brand image of Kubota. Therefore, the Brand royalty is not bifurcated.
	a. For use of brand name / trademark	100% (i.e. upto Rs. 20 Crores)
	b. For transfer of technology knowhow	
	c. For professional fee, corporate management fee or any other fee	
	d. Any other use (specify)	
27	(a) The listed entity may confirm whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction.	No. Since it is dependent on various factors such as the country, jurisdiction, sales, volume, brand factors, technology etc.
	(b) If No, furnish information below. If royalty is paid to the parent company, disclose royalty received by the parent company from group entities in other jurisdiction: <ul style="list-style-type: none"><li>• Minimum rate of royalty charged along with corresponding absolute amount</li><li>• Maximum rate of royalty charged along with corresponding absolute amount</li></ul>	Minimum rate - 0.5%, Absolute amt.= 75.40 Crores Maximum rate - 17%, Absolute amt.= 156.62 Crores
28	Sunset Clause for Royalty payment, if any	As agreed Mutually

### Part C1 to C5 are not applicable

### Part C6 of ISN

S. No.	Particulars of the information	Information provided by the management
29	Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years	(Rupees in Crores)
	FY 2023-2024	5.07
	FY 2024-2025	4.21
	FY 2025-2026	5.27
30	Purpose for which royalty was paid to the related party during the last three financial years	Please refer S. No. 26

S. No.	Particulars of the information	Information provided by the management																																																																																
	a. For use of brand name / trademark	Please refer S. No. 29 read with S. No. 26																																																																																
	b. For transfer of technology knowhow																																																																																	
	c. For professional fee, corporate management fee or any other fee																																																																																	
	d. Any other use (specify)																																																																																	
31	Royalty paid in last 3 FYs as % of Net Profits of previous FYs																																																																																	
	FY 2023-2024	0.47%																																																																																
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	FY 2025-2026	0.22%																																																																																
32	Percentage or Rate at which royalty has increased in the past 3 years, if any, vis-à-vis rate at which the turnover and profits after tax have increased during the same period.	Not Applicable as the royalty rate remains 0.5% of the turnover. There is no increase in the rate of royalty payment, however, the net payout of royalty is based on the sales volume etc. as detailed out in S. No. 26.																																																																																
33	<b>Peer Comparison:</b> Listed entity or its subsidiary paying royalty for any purpose shall also disclose whether any relevant Industry Peer pays royalties for the same purpose, which is disclosed in its audited annual financial statements for the relevant period:	<table border="1"> <thead> <tr> <th>Royalty payment over last 3 years</th> <th>Escorts Kubota Limited</th> <th>Maruti Suzuki India Limited</th> <th>Honda India Power Limited</th> <th>Hero Motocorp Limited</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="4" style="text-align: center;"><b>Aggregate amount in Crores</b></td> </tr> <tr> <td>FY 25-26</td> <td>5.27</td> <td>-</td> <td>-</td> <td>-</td> </tr> <tr> <td>FY 24-25</td> <td>4.21</td> <td>5,038</td> <td>31.78</td> <td>7.96</td> </tr> <tr> <td>FY 23-24</td> <td>5.07</td> <td>4,908</td> <td>37.47</td> <td>7.99</td> </tr> <tr> <td>FY 22-23</td> <td>4.10</td> <td>4,222</td> <td>44.80</td> <td>5.87</td> </tr> <tr> <td><b>Royalty paid as a % of net profits of last 3 years</b></td> <td>%</td> <td>%</td> <td>%</td> <td>%</td> </tr> <tr> <td>FY 25-26</td> <td>0.22</td> <td>-</td> <td>-</td> <td>-</td> </tr> <tr> <td>FY 24-25</td> <td>0.33</td> <td>36.10</td> <td>39.75</td> <td>0.18</td> </tr> <tr> <td>FY 23-24</td> <td>0.47</td> <td>36.39</td> <td>40.64</td> <td>0.21</td> </tr> <tr> <td>FY 22-23</td> <td>0.64</td> <td>51.09</td> <td>52.65</td> <td>0.21</td> </tr> <tr> <td><b>Annual growth rate over the Turnover over last 3 years</b></td> <td>%</td> <td>%</td> <td>%</td> <td>%</td> </tr> <tr> <td>FY 25-26</td> <td>4.64</td> <td>-</td> <td>-</td> <td>-</td> </tr> <tr> <td>FY 24-25</td> <td>3.74</td> <td>7.78</td> <td>(19.79)</td> <td>8.30</td> </tr> <tr> <td>FY 23-24</td> <td>27.59</td> <td>19.80</td> <td>(20.64)</td> <td>10.63</td> </tr> <tr> <td>FY 22-23</td> <td>15.74</td> <td>34.05</td> <td>7.78</td> <td>15.59</td> </tr> </tbody> </table>	Royalty payment over last 3 years	Escorts Kubota Limited	Maruti Suzuki India Limited	Honda India Power Limited	Hero Motocorp Limited		<b>Aggregate amount in Crores</b>				FY 25-26	5.27	-	-	-	FY 24-25	4.21	5,038	31.78	7.96	FY 23-24	5.07	4,908	37.47	7.99	FY 22-23	4.10	4,222	44.80	5.87	<b>Royalty paid as a % of net profits of last 3 years</b>	%	%	%	%	FY 25-26	0.22	-	-	-	FY 24-25	0.33	36.10	39.75	0.18	FY 23-24	0.47	36.39	40.64	0.21	FY 22-23	0.64	51.09	52.65	0.21	<b>Annual growth rate over the Turnover over last 3 years</b>	%	%	%	%	FY 25-26	4.64	-	-	-	FY 24-25	3.74	7.78	(19.79)	8.30	FY 23-24	27.59	19.80	(20.64)	10.63	FY 22-23	15.74	34.05	7.78	15.59
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