

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN TO THE SHAREHOLDERS (THE “SHAREHOLDERS” OR THE “MEMBERS”) OF GARUDA AEROSPACE LIMITED (“COMPANY”) THAT AN EXTRA ORDINARY GENERAL MEETING OF THE COMPANY WILL BE HELD ON TUESDAY, NOVEMBER 10, 2026 AT 12.00 NOON (IST) THROUGH VIDEO CONFERENCE OR OTHER AUDIO-VISUAL MEANS (VC / OAVM) FOR TRANSACTING THE FOLLOWING BUSINESS.

SPECIAL BUSINESS

ITEM NO. 1: TO CONSIDER AND APPROVE THE /RE-ALLOCATION OF PROCEEDS RAISED PURSUANT TO THE PRE-IPO PLACEMENT

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

"RESOLVED THAT pursuant to Section 42 and Section 62(1)(c) (to the extent applicable) of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, applicable provisions of the Memorandum of Association and Articles of Association of the company and subject to such other approvals, permissions and sanctions as may be necessary from any regulatory or statutory authority, as may be applicable and subject to such conditions as may be prescribed by any of them while granting such approvals, and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board to exercise its powers, including the powers conferred by this resolution), the consent of the Members of the Company be and is hereby accorded to the partial modification of the objects of the private placement approved pursuant to the Board resolution dated October 14, 2026 and special resolution passed by the Members at the annual general meeting of the Company held on September 18, 2026, and pursuant to which Equity Shares were allotted by the Board vide its resolution dated October 8, 2026, by reclassifying the objects of (i) funding capital expenditure for the purchase of machinery and equipment; and (ii) investment towards research and development of the Company's existing and new product portfolio, to the modified object of general corporate purposes, and to the consequent reallocation of an aggregate amount of ₹190.99 million from the aforesaid objects towards general corporate purposes, as more particularly set out in the table forming part of the explanatory statement annexed to this Notice pursuant to Section 102(1) of the Companies Act, 2013 (the **"Explanatory Statement"**)."

"RESOLVED FURTHER THAT the aggregate amount reallocated shall, in all respects, continue to be utilised only for the purposes connected with the objects of the proposed initial public offering of equity shares of the Company, and shall in no event be utilised for any purpose other than as set out in the Explanatory Statement."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to take on record and give effect to the revised object-wise allocation as set out in the Explanatory Statement, in the Updated Draft Red Herring Prospectus-I, the Red Herring Prospectus, the Prospectus and any other offer document(s) to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies and/or any other regulatory authority, as may be required."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to file and to make necessary disclosures with respect to the aforesaid variation, to give appropriate intimation to the subscribers of the Pre-IPO Placement, and to comply with the requirements of the Companies Act, 2013 read with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred by this resolution to any Director(s), the Company Secretary or any other authorised officer(s) of the Company, and to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary, proper, desirable or expedient to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

ITEM NO. 2: TO CONSIDER AND APPROVE THE ADOPTION OF THE AMENDED SET OF ARTICLES OF ASSOCIATION

To consider, and if thought fit, to pass, with or without modifications, the following resolutions as SPECIAL RESOLUTION:

“**RESOLVED THAT** pursuant to the provisions of Sections 5, 14, 15, and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder, each as amended from time to time (including any amendments, modifications or re-enactment thereof) (“**Companies Act**”), the applicable provisions of the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended, and in accordance with the enabling provisions of the memorandum of association and articles of association of the Company and other applicable provisions, if any, and in order to align Part A of the articles of association with the requirements of the SEBI ICDR Regulations and the circulars issued by Central Depository Services (India) Limited (“**CDSL**”) bearing reference number CDSL/OPS/RTA/CAIPO/2026/104 dated April 6, 2026 and the National Securities Depository Limited (“**NSDL**”) bearing reference number NSDL/CIR/II/19/2026 dated April 7, 2026 (collectively, the “**Depository Circulars**”), the consent and approval of the Members of the Company be and is hereby accorded for amendment of the existing set of articles of association of the Company as placed before the Members, and the same be approved and adopted as the revised articles of association of the Company.

RESOLVED FURTHER THAT, Mr. Agnishwar, Whole Time Director, Ms. Rithika Mohan, Whole Time Director and Ms. Ravichandran Harisha, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to take all steps for giving effect to the above resolution including filing of the necessary forms with the Registrar of Companies, Tamil Nadu and Andaman at Chennai.

RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director or the Company Secretary and Compliance Officer wherever required.”

**By Order of the Board
For Garuda Aerospace Limited**

**sd/-
Ravichandran Harisha
Company Secretary and Compliance Officer
Date: October 14, 2026
Place: Chennai**

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013, read with Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014)

Item No. 1

The Company proposes to undertake an initial public offering of equity shares ("IPO") and, in this connection, filed the Pre-filed Draft Red Herring Prospectus ("PDRHP") with the Securities and Exchange Board of India ("SEBI") and the stock exchanges in accordance with Chapter IIA of the SEBI ICDR Regulations, which has since received final observations by SEBI and In principle approval from stock exchanges.

Pursuant to the resolutions of the Board dated August 17, 2026 and September 10, 2026 and resolution of the Shareholders dated September 18, 2026, respectively, the Company had approved the issuance of 898,848 fully paid-up Equity Shares at an issue price of ₹575.18 per Equity Share (including a premium of ₹573.18 per Equity Share) for a cash consideration by way of a private placement, in accordance with *inter-alia* Sections 42 and 62(1)(c) of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 each as amended. The objects of the private placement as approved by Board and Shareholders comprised: (i) funding long-term working capital requirements; (ii) funding capital expenditure for the purchase of machinery and equipment; and (iii) investment towards research and development of the Company's existing and new product portfolio,

Subsequent to obtaining Shareholders' approval on September 18, 2026, one of the proposed investors, AVCF1 LP, acting through its general partner, Aditum Management GP 1 Ltd., requested a reduction in its investment from 869,293 Equity Shares to 824,089 Equity Shares at an issue price of ₹575.18 per Equity Share (including a premium of ₹573.18 per Equity Share), resulting in a corresponding reduction in the size of the private placement to 853,644 Equity Shares. Accordingly, the Company pursuant to the Board resolution dated October 8, 2026, approved the allotment of 853,644 Equity Shares through the private placement to Vimaan Innovators LLP and AVCF1 LP ("Allottees") at an issue price of ₹575.18 per Equity Share (including a premium of ₹573.18 per Equity Share) for a cash consideration aggregating to ₹490.99 million, and entered into a share subscription agreement each dated September 23, 2026 with the Allottees and Deed of Adherence dated September 23, 2026 with AVCF1 LP, acting through its general partner, Aditum Management GP 1 Ltd ("Pre-IPO Placement").

The proceeds of the Pre-IPO Placement pursuant to Shareholders' approval on September 18, 2026 and Board resolution dated October 8, 2026 were to be deployed towards the following objects:

S. No.	Objects	Original deployment of proceeds from Pre-IPO Placement (₹ Millions)
1.	Funding long-term working capital requirements	300.00
2.	Funding of capital expenditure for purchase of machinery and equipment	100.00
3.	Investment towards research and development of our existing and new product portfolio	90.99
4.	Funding towards business promotion and marketing expenses	-
5.	General Corporate Purposes	-
	Total	490.99

Pursuant to the decision of the Board of Directors at its meeting held on October 14, 2026 the Board has approved, subject to approval of the Shareholders, the partial modification of the objects of the Pre-IPO Placement by reclassifying the objects (i) funding capital expenditure for the purchase of machinery and equipment; and (ii) investment towards research and development of the Company's existing and new product portfolio, to the modified object of general corporate purposes to meet the business requirements of our Company including *inter-alia* meeting corporate exigencies, funding strategic initiatives, investing in partnership, joint ventures, and/or subsidiaries towards existing and new business segments, funding any other organic and inorganic growth needs, payment of taxes and duties and any other purpose, pre-payment or re-payment, in full or in part, of all or a portion

of certain outstanding borrowings availed by our Company and/or Subsidiary and/or meeting any other general corporate requirements, as may be approved by our Board in accordance with applicable laws, and as may be deemed fit by the management of our Company. Accordingly, the Board has also approved, subject to the approval of the Shareholders, the reallocation of an aggregate amount of ₹ 190.99 million from the aforesaid objects towards general corporate purposes in the following manner:

S. No.	Objects	Original deployment of proceeds from Pre-IPO Placement (₹ Millions)	Proposed deployment of proceeds from Pre-IPO Placement (₹ Millions)
1.	Funding long-term working capital requirements	300.00	300.00
2.	Funding of capital expenditure for purchase of machinery and equipment	100.00	-
3.	Investment towards research and development of our existing and new product portfolio	90.99	-
4.	Funding towards business promotion and marketing expenses	-	-
5.	General Corporate Purposes	-	190.99
	Total	490.99	490.99

Furthermore, based on a reassessment of the Company's current business and operational requirements, it is proposed to reallocate the funds initially earmarked for (a) funding of capital expenditure for purchase of machinery and equipment; and (b) investment towards research and development of our existing and new product portfolio towards general corporate purposes, as detailed hereinabove. This revision is intended to provide greater flexibility in meeting general business requirements and to align the utilisation of funds with the Company's current business priorities, subject to applicable approvals and regulatory requirements. The enhanced allocation is intended to ensure adequate liquidity and maintain operational continuity.

Therefore, the Board of Directors has approved the deferment of the utilisation of the funds allocated towards (a) investment in research and development of the Company's existing and new product portfolio; and (b) funding of capital expenditure for the purchase of machinery and equipment, to a later period, and the reallocation of INR 190.99 million towards general corporate purposes.

Further, the resolution passed by the Board on October 14, 2026 are in continuation of the resolutions passed by the Board on August 17, 2026 and September 10, 2026 and October 08, 2026, and the resolution passed by the Shareholders on September 18, 2026. The aforesaid resolutions seek to partially modify only the following objects of the Pre-IPO Placement: (i) funding capital expenditure for the purchase of machinery and equipment; and (ii) investment towards research and development of the Company's existing and new product portfolio. There is no change to the deployment of the proceeds of the Pre-IPO Placement towards funding the Company's long-term working capital requirements amounting to ₹300.00 million, which remains unchanged and valid as approved by the Shareholders pursuant to their resolution dated September 18, 2026. For the avoidance of doubt, the proceeds of the Pre-IPO Placement amounting to ₹300.00 million earmarked for funding the Company's long-term working capital requirements may continue to be deployed or utilised for such purpose, in accordance with applicable laws, without requiring any further approval of the Shareholders pursuant to this EGM.

The proceeds from the Pre-IPO Placement shall be monitored by CRISIL Ratings Limited, the monitoring agency appointed by the Company in accordance with Regulation 41 of the SEBI ICDR Regulations, pursuant to the monitoring agency agreement which will be entered into between the Company and CRISIL Ratings Limited prior to utilisation of proceeds from Pre-IPO Placement.

The revised Pre-IPO allocation as mentioned above will be disclosed in the UDRHP-I to be filed with SEBI and the stock exchanges, and will be appropriately reflected in the Red Herring Prospectus / Prospectus, as applicable, to be filed in connection with the IPO.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, is concerned or interested, financially or otherwise, in the above resolution, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 1 for approval of the Members.

Item No. 2

The Company is proposing to undertake an initial public offer of its equity shares bearing face value of ₹ 2 each (“**Equity Shares**”) comprising of a fresh issue of Equity Shares and an offer for sale of Equity Shares by certain existing shareholders of the Company, and list the Equity Shares on one or more recognised stock exchanges in India. For this purpose, the Company has filed a pre-filed draft red herring prospectus dated March 29, 2026 with the Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited and is in the process of filing the updated draft red herring prospectus - I, Red Herring Prospectus and the Prospectus with the Registrar of Companies, Tamil Nadu and Andaman at Chennai, the SEBI and the Stock Exchanges in accordance with the SEBI ICDR Regulations. Pursuant to the SEBI ICDR Regulations, circular no. CDSL/OPS/RTA/CAIPO/2026/104 dated April 6, 2026 issued by the Central Depository Services (India) Limited, circular no. NSDL/CIR/II/19/2026 dated April 7, 2026 issued by the National Securities Depository Limited, and circular no. HO/49/(17)2026-CFD-POD2/I/8965/2026 dated April 8, 2026 issued by the Securities Exchange Board of India issued by SEBI (collectively, the “**Directions**”), the Company is required to amend its articles of association to incorporate provisions in relation to lock-in of Equity Shares that are (a) subject to pledge; or (b) under “freeze balance” or “safe balance” prior to the lock-in period, in accordance with the SEBI ICDR Regulations.

The Company therefore proposes to alter its Articles of Association that shall conform to such Directions by inserting the following new Article after existing Article 59 (a):

Article 59. (b) **Lock-in of Equity Shares in connection with initial public offering of the Company**

- i. Notwithstanding anything to the contrary contained in these Articles, where any Equity Shares are required to be locked in under Regulation 17 of SEBI ICDR Regulations, in connection with the initial public offering of the Company and such lock-in cannot be created or recorded by Depositories for any reason whatsoever including where such Equity Shares are (i) subject to pledge; or (ii) under “freeze balance” or “safe-keep balance”, prior to the commencement of the Lock-in Period, the Company shall have the power to issue instructions to the Depositories, directing them to record such Equity Shares as “non-transferable” for the duration of the applicable Lock-in Period. The aforementioned Equity Shares shall be treated as locked-in for the Lock-in Period as specified under the SEBI ICDR Regulations.
- ii. In the event of invocation of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so transferred or received by the pledgee upon such invocation shall be automatically locked-in and shall remain under lock-in, in the account of the pledgee, for the balance Lock-in Period as specified under the SEBI ICDR Regulations.
- iii. The Company shall ensure that any lender or pledgee is formally notified of these lock-in restrictions as per applicable Law. In the event of release of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so released be automatically locked-in and shall remain under lock-in, in the account of the pledgor, for the balance Lock-in Period as specified under the SEBI ICDR Regulations.
- iv. No transfer of such locked-in Equity Shares shall be recognized by the Company or the registrar and transfer agent if such transfer violates the ICDR Regulations or this Article or applicable Law. Notwithstanding anything contained in these Articles, provisions of this Article shall override any other provisions in these Articles relating to the transfer and transmission of shares during the applicable regulatory period

For the purposes of this Article, (a) “**Lock-in Period**” means the period, in case of an initial public offering, for which the entire pre-issue capital of the Company, is locked-in in accordance with Regulation 17 of the SEBI ICDR Regulations; and (b) “**SEBI ICDR Regulations**” shall mean the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended or re-enacted or replaced from time to time.

Copy of the existing Articles of Association and the revised set of Articles of Association will be made available for inspection at the registered office of the Company during the working hours of the Company on any working day up to the date of the Extra Ordinary general meeting.

Pursuant to the provisions of Section 14(1) of the Companies Act, as applicable, any amendment in Articles of Association requires approval of the members of the company by way of special resolution.

The Board recommends the Special Resolution set out at Item No. 2 for approval of the Members.

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

**By Order of the Board
For Garuda Aerospace Limited**

**Sd/-
Ravichandran Harisha
Company Secretary and Compliance Officer
Place: Chennai
Date: October 14, 2026**

Registered Office:

Garuda Aerospace Ltd.
24, 46, KB Dasan Rd, Seetammal Colony,
Ludhi Colony, Alwarpet, Chennai,
Tamil Nadu 600018.

Operations Center:

Agni college of Technology campus,
Old Mahabalipuram Road,
Thazhambur, Chennai,
Tamil Nadu 600130

CIN: U74900TN2015PLC102474 | GSTIN: 33AAGCG1621A1ZG

+91 9707600600 | +91 7788868884

business@garudaaerospace.com

info@garudaaerospace.com

www.garudaaerospace.com

NOTES:

1. Pursuant to General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2022 dated May 5, 2022 and subsequent circulars issued in this regard, the latest being 3/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, (collectively referred to as MCA Circulars) and such other applicable circulars issued by MCA and Securities and Exchange Board of India (SEBI) (the Circulars), the Company is convening the Extra-Ordinary General Meeting (EGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.
2. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC/ OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of special business of the Notice is annexed hereto.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. In the case of joint holders, the vote of the first holder who tenders a vote shall be accepted to the exclusion of the votes of the other joint holders.
6. The physical copies of notice of Extra Ordinary General Meeting and the Articles of Association shall be open for inspection at the Registered Office of the Company during business hours between 11.00 a.m. to 1.00 p.m. except on holidays, upto the date of the Extra-Ordinary General Meeting.
7. The Members can join the EGM through VC/OAVM either 15 minutes prior to the commencement of the meeting (or) within 15 minutes from the scheduled time of the commencement of the EGM by following the procedure mentioned in the Notice. The Members will be able to view the live proceedings on KFin Technologies Limited e-voting website at evoting.kfintech.com. The facility of participation at the EGM through VC/OAVM will be made available to at least 30 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairmen of the Audit Committee of Directors, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
8. Members who have not yet registered their e-mail addresses and mobile numbers are requested to update the said details in the records of the relevant depositories (National Securities Depository Limited/Central Depository Services (India) Limited) through their depository participants.
9. Members whose shareholding is in electronic mode are requested to notify change in address, if any, and update bank account details to their respective depository participant(s).
10. The Notice of EGM will be available on the Company's website <https://www.garudaaerospace.com/>.

Registered Office:

Garuda Aerospace Ltd.
24, 46, KB Dasan Rd, Seetammal Colony,
Ludhi Colony, Alwarpet, Chennai,
Tamil Nadu 600018.

CIN: U74900TN2015PLC102474 | GSTIN: 33AAGCG1621A1ZG

Operations Center:

Agni college of Technology campus,
Old Mahabalipuram Road,
Thazhambur, Chennai,
Tamil Nadu 600130

+91 9707600600 | +91 7788868884

business@garudaaerospace.com

info@garudaaerospace.com

www.garudaaerospace.com

11. In compliance with the aforesaid MCA circulars the Notice of the EGM inter-alia indicating the process and manner of remote e-voting/evoting during the meeting is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.
12. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding (as per Section 170 of the Act), the Register of Contracts or Arrangements in which the Directors are interested (as per Section 189 of the Act), and other relevant documents referred to in the Notice, may inspect the same, electronically from the date of circulation of this Notice up to the date of the EGM. Members may send their requests to cs@garudaaerospace.com from their registered email addresses mentioning their name, Folio numbers/DP ID and Client ID.
13. Corporate members are requested to provide a duly certified copy of the board resolution/ power of attorney/Authority Letter on or before November 06, 2026 (Friday) authorizing their representatives for the purpose of voting through remote e-voting or to participate and vote in the meeting through VC/OAVM. Corporate members can also upload their Board Resolution/Power of Attorney/Authority Letter by clicking on “Upload Board Resolution/ Authority Letter” displayed under “e-voting” tab in their login.
14. Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
15. The board has appointed Priya Rajagopalan (COP 28194, Membership No. A67800), partner of M/s. PRIYA R & ASSOCIATES (Firm Regn No. S2025TN1036000) Practising Company Secretaries, as the Scrutinizer to Scrutinize the e-Voting process in a fair and transparent manner.
16. The Scrutiniser shall, immediately after the conclusion of voting at Extra-Ordinary general meeting, unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company. Scrutiniser shall, within 2 working days of conclusion of the meeting, submit his report to the Chairman/ Managing Director of the Company.
17. The voting results of the Extra-Ordinary General Meeting will be declared and communicated to the Stock Exchanges and would also be displayed on the Company’s website at <https://www.garudaaerospace.com/>.

Voting

Members holding shares, as on cut-off date, i.e. October 30, 2026, may cast their votes electronically. The e-voting period commences on Saturday, November 07, 2026 (9:00 a.m. IST) and ends on Monday, November 09, 2026 (5:00 p.m. IST). The e-voting module will be disabled thereafter. Members will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. October 30, 2026. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.

The facility for voting will also be made available during the EGM. Members present in the EGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the EGM.

Any person holding shares in physical mode or a person, who acquires shares and becomes a member of the Company after the Notice is sent and holding shares as on the cut-off date, i.e. October 30, 2026, may obtain the login ID and password by sending a request to einward.ris@kfintech.com. However, if he / she is already registered with KFin for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote.

In compliance with the Circulars, the Notice of the EGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s) (DP). A letter providing the web-link for accessing the Notice, including the exact path, will be sent to those members who have not registered their email address with the Company.

We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses, are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited at einward.ris@kfinotech.com, to receive copies of the Integrated Annual Report 2025-26 in electronic mode.

General information and instructions relating to e-voting.

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below:

- i. E-voting process has been enabled to 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.
- ii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iii. The details of the process and manner for remote e-Voting are explained herein below:
 - 1: Access to Depositories e-Voting system in case of individual shareholders

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1. User already registered for IDeAS facility: <ol style="list-style-type: none"> I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote eVoting period. 2. User not registered for IDeAS e-Services <ol style="list-style-type: none"> I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1. 3. Alternatively by directly accessing the e-Voting website of NSDL <ol style="list-style-type: none"> I. Open URL: https://www.evoting.nsdl.com/

	<p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech.</p> <p>V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>II. Click on New System Myeasi</p> <p>III. Login with your registered user id and password.</p> <p>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields.</p> <p>III. Follow the steps given in point 1.</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP, i.e KFIN Technologies where the e- Voting is in progress.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against company name or e-Voting service provider – KfinTech and you will be redirected to e-Voting website of KfinTech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Registered Office:

Garuda Aerospace Ltd.
24, 46, KB Dasan Rd, Seetammal Colony,
Ludhi Colony, Alwarpet, Chennai,
Tamil Nadu 600018.

CIN: U74900TN2015PLC102474 | GSTIN: 33AAGCG1621A1ZG

Operations Center:

Agni college of Technology campus,
Old Mahabalipuram Road,
Thazhambur, Chennai,
Tamil Nadu 600130

+91 9707600600 | +91 7788868884

business@garudaaerospace.com

info@garudaaerospace.com

www.garudaaerospace.com

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

2: Login method for e-Voting for shareholders other than Individual's shareholders

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from kFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (EVoting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN". You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- iv. You need to login again with the new credentials.
- v. On successful login, the system will prompt you to select the "EVSN" and click on "Submit"
- vi. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- vii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- viii. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- ix. You may then cast your vote by selecting an appropriate option and click on "Submit".
- x. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xi. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through remote e-voting, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email ID csprayarajagoplan@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even No."

Scrutinizer Report

The Scrutinizer will submit his report to the Chairman of the Company (“the Chairman”) or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the EGM and votes cast through remote e-voting), not later than 7 days from the conclusion of the EGM. The result declared along with the Scrutinizer’s report shall be displayed on the Company’s website, www.garudaaerospace.com.



Registered Office:

Garuda Aerospace Ltd.
24, 46, KB Dasan Rd, Seetammal Colony,
Ludhi Colony, Alwarpet, Chennai,
Tamil Nadu 600018.

CIN: U74900TN2015PLC102474 | GSTIN: 33AAGCG1621A1ZG

Operations Center:

Agni college of Technology campus,
Old Mahabalipuram Road,
Thazhambur, Chennai,
Tamil Nadu 600130

+91 9707600600 | +91 7788868884

business@garudaaerospace.com

info@garudaaerospace.com

www.garudaaerospace.com