

## NOTICE

Notice is hereby given that the 30<sup>th</sup> Annual General Meeting of the Members of Quick Heal Technologies Limited will be held on Thursday, 25<sup>th</sup> day of September 2025 at 11.00 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS:

#### 1. Adoption of Financial Statements:

To receive, consider and adopt

- (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and the Auditors thereon; and
- (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon

#### 2. Appointment of Mr. Kailash Katkar as a Director liable to retire by rotation:

To appoint a Director in place of Mr. Kailash Katkar (DIN: 00397191), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 3. Appointment of Ruchi Bhave as Secretarial Auditor of the Company:

To consider and if thought fit, to pass the following resolution **as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 179 and 204, and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof) and in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) as amended from time to time, Ruchi Bhave (Firm registration No. I2023MH2474600), be and are hereby appointed as Secretarial Auditor of the Company for a term of five (5) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30, on a remuneration of Rs.1,40,000 (Rupees One Lac Fourty Thousand only) and on such terms and conditions as may be decided by the Board of Directors in consultation with the Secretarial Auditor of the Company and to avail any other services, certificates, or reports as may be permissible under the applicable laws.

#### 4. Appointment of Ms. Amita Mirajkar [DIN: 06945253] as an Non-Executive Women Director and designate her as Independent Director.

To consider and, if thought fit, to pass the following resolution as an **Special Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Amita Mirajkar [DIN: 06945253] who was appointed as an Additional, Non-Executive, Independent Woman Director by the Board of Directors of the Company with effect from August 07, 2025 and who holds office upto the date of this Annual General Meeting of the Company, who, being eligible, offers herself for appointment and in respect of whom the Company has received a notice from a member in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director on the Board of Directors of the Company to hold office for a term of 5 (five) consecutive years up to August 06, 2030.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, appointment of Ms. Amita Mirajkar [DIN: 06945253] who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 consecutive years, be and is hereby approved."

#### 5. Remuneration to Non - Executive Independent Directors:

To consider and, if thought fit, to pass the following resolution as an **Special Resolution**

**"RESOLVED THAT** pursuant to Sections 197, 198, and all other applicable provisions of the Companies Act, 2013 read with rules made thereunder, including any statutory modification or re-enactment thereof and



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Schedule V, for the time being in force (hereinafter referred to as "the Act") and Regulation 17(6) of the SEBI LODR and subject to all approvals, permissions and sanctions as may be necessary, and on the basis of the recommendation of the nomination and remuneration committee and of the Board of Directors, the approval of the Company be and is hereby accorded for payment of remuneration/ commission to the Director(s) of the Company who is/ are neither in the whole-time employment with the Company nor Managing Director(s) of the Company, in such manner and up to such extent as the Board of Directors of the Company ("the Board" which expression shall also include a Committee thereof for the time being exercising the powers conferred on the Board by this resolution) may so determine from time to time upon recommendation of the Nomination and Remuneration Committee. The abovesaid remuneration shall be payable even in the event of loss or inadequacy of profits in any financial

year(s), such remuneration will be within the limits as prescribed under Section 197 read with Schedule V of the Act or Regulation 17 of the SEBI LODR, 2018 or any amendment thereof payable to all Non-Executive Directors for 2024-25.

**RESOLVED FURTHER THAT** the above remuneration/ commission shall be in addition to the fees payable to the Directors for attending the meetings of the Board or any Committee thereof or for any other purpose whatsoever, as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board or any other meetings.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the said resolution, the Board be and is hereby authorized to take all such actions and to do all such deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question or doubt that may arise in this regard."

**BY ORDER OF THE BOARD OF DIRECTORS**  
**For Quick Heal Technologies Limited**

Sd/-

**Kailash Katkar**

Chairman and Managing Director  
(DIN: 00397191)

Place: Pune

Date: August 07, 2025

**Registered Office:**

Solitaire Business Hub, Office No. 7010 C & D,  
7th Floor, Viman Nagar, Pune- 411014  
CIN: L72200MH1995PLC091408  
Tel: +91 20 66813232  
E-mail id: cs@quickheal.co.in  
Website: www.quickheal.co.in

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**NOTES**

1. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI LODR and MCA Circulars, the AGM of the Company is being held through VC/ OAVM.
2. The relevant details of 36(3) of SEBI LODR and Secretarial Standards (SS) issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
3. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, with respect to the Special Business to be transacted as aforesaid is annexed hereto.
4. Since the AGM will be held through VC/ OAVM, the Route Map is not annexed in this Notice.
5. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM 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 AGM 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 AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. The Company has appointed Mr. Jayavant Bhave, Practising Company Secretary (Membership No. FCS: 4266; CP No: 3068), to act as the Scrutinizer for remote e-voting as well as the e-voting at AGM, if any, to ensure e-voting process in a fair and transparent manner.
7. Institutional/ Corporate Shareholders (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to [jbhhave@gmail.com](mailto:jbhhave@gmail.com).
8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
9. Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
10. Members holding shares in electronic form are requested to immediately intimate any change in

their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company/ Registrar of the Company MUFG Intime India Private Limited (MUFG Intime).

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ MUFG Intime.
12. Non-Resident Indian Members are requested to inform MUFG Intime, immediately of a) Change in their residential status on return to India for permanent settlement. b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
13. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts and Arrangements in which Directors are Interested, as maintained under Section 170 and section 189 respectively of the Companies Act, 2013, will be available for inspection by the Members at AGM.
14. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2024-25 is being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. In accordance with Regulation 36(1)(b) of the SEBI LODR, a letter is being sent to the shareholders whose email addresses are not registered with the Company/ Depositories, providing a web-link for accessing the Annual Report 2024-25. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website [www.quickheal.co.in](http://www.quickheal.co.in), 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 <https://instavote.linkintime.co.in>
15. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
16. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate



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in the AGM through VC/ OAVM but shall not be entitled to cast their vote again.

17. Procedure and instructions relating to e-Voting:

The voting period begins on September 22, 2025 at 12:01 AM (IST) and ends on September 24, 2025 at 5:00 PM (IST). During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 19, 2025 may cast their vote electronically. The e-voting module shall be disabled by MUFG Intime for voting thereafter.

18. Members who would like to express their views/ ask questions as a speaker at AGM, are requested to pre-register by sending an email to [cs@quickheal.co.in](mailto:cs@quickheal.co.in) by 5:00 PM IST on Friday, September 19, 2025. Kindly include details such as Name, DP ID, Client ID, Contact Number in such email. Considering availability of time, the company may limit the number of speakers and questions to ensure AGM runs smoothly. However, the Company will endeavour to respond to the questions which have remained unanswered during the meeting to the respective shareholders.

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

#### ITEM NO. 3 APPOINTMENT OF RUCHI BHAVE AS SECRETARIAL AUDITOR OF THE COMPANY:

The Board at its meeting held on May 06, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, efficiency in conduct of audit, independence, has approved the appointment of Ruchi Bhave, Practising Company Secretary, a peer reviewed firm (Firm Registration Number: 5620/2024) as Secretarial Auditors of the Company for a term of five consecutive years commencing from 2025-26 till 2029-30, subject to approval of the Members. The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI LODR vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Ruchi Bhave, Practising Company Secretary and based in Pune, specializes in providing services in corporate law, SEBI LODR, FEMA compliance. Ruchi Bhave has confirmed that she is not disqualified and is eligible to be appointed as Secretarial Auditor in terms of Regulation 24A of the SEBI LODR. The services to be rendered by Ruchi Bhave as Secretarial Auditor are within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/ CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The proposed fees in connection with the secretarial audit shall be ₹ 1,40,000/- (Rupees One Lakh Forty Thousand only) plus applicable taxes and other out-of-pocket expenses for FY 2025-26, and for subsequent year(s) of their term, such fees as may be mutually agreed.

#### ITEM NO 4: TO APPROVE APPOINTMENT OF MS. AMITA MIRAJKAR [DIN: 06945253] AS NON-EXECUTIVE DIRECTOR AND DESIGNATE HER AS INDEPENDENT WOMAN DIRECTOR.

Ms. Amita Mirajkar [DIN: 06945253] was appointed as an Additional Director of the Company with effect from August 07, 2025 pursuant to section 161 read together with Article 38 of the Articles of Association of the Company. She holds the office of Additional Director till the ensuing Annual General Meeting and is eligible for appointment as an Independent Director. Pursuant to the provisions of Section 149 of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Ms. Amita Mirajkar [DIN: 06945253] has consented to act as Director of the Company and has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR. In the opinion of the Board, Ms. Amita Mirajkar [DIN: 06945253], fulfils the conditions specified in the Act and the Rules made thereunder for appointment as Independent Director and she is independent of the management.

The Board, based on the recommendation of the Nomination and Remuneration Committee, recommends her appointment as Independent Director for a period of five years from August 07, 2025 up to August 06, 2030. In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Ms. Amita Mirajkar [DIN: 06945253] as Independent Director is now being placed before the Members in General Meeting for their approval.

The terms and conditions of appointment of Ms. Amita Mirajkar [DIN: 06945253], pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during normal business hours on any working day of the Company.

The Board recommends the Special Resolution as set out at Item No. 4 of the Notice for your approval.

Ms. Amita Mirajkar [DIN: 06945253] is interested and concerned in the Resolution mentioned at Item No.4 of the Notice and other than Ms. Amita Mirajkar [DIN: 06945253], no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No.4 of the Notice.

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**ITEM NO 5: REMUNERATION TO INDEPENDENT NON-EXECUTIVE DIRECTORS:**

The members of the Company have accorded their approval for payment of commission on profits to the Non-Executive Directors in the Annual General Meeting of the Company held on August 11, 2023, within the limits as prescribed in terms of section 197 of the Companies Act, 2013 (Act) read with section II part A of Schedule V. Under the provisions of section 197 of the Companies Act, 2013, payment of remuneration to Non-Executive Directors shall be approved by the Company in general meeting.

The Non-Executive Directors of the Company bring with them significant professional expertise and rich experience across a wide spectrum of functional areas such as marketing, legal, corporate strategy and finance. In order to bring the remuneration of the Non-Executive Directors in line and commensurate with the time devoted and the contribution made by them, the nomination and remuneration committee and the Board of Directors of the Company ('the Board') at the meeting held on May 06, 2025, have recommended for the approval of the members,

payment of remuneration of ₹ 5,00,000 Lakhs (Rupees Five Lakh only) to each Director by way of commission to the Non-Executive Directors of the Company, other details as set out in the Annexure 2.

Accordingly, it is proposed that in terms of section 197 of the Act, the Non Executive Directors (apart from the Managing Director and Wholetime Directors) be paid such remuneration/commission as recommended by the Nomination and Remuneration Committee and approved by the Board for each financial year, within the limits as prescribed in terms of section 197 of the Companies Act, 2013 (Act) read with section II part A of Schedule V for financial year 2024-25.

The Board recommends the Special Resolution as set out in Item No. 6 of the Notice for approval of the Members.

All the Non-Executive Directors and their relatives are concerned or interested in the Resolution at Item No. 6 set out in the Notice to the extent of the remuneration that may be received by each of them.

**BY ORDER OF THE BOARD OF DIRECTORS**  
**Quick Heal Technologies Limited**

**Sd/-**

**Kailash Katkar**

Chairman and Managing Director  
(DIN: 00397191)

Place: Pune

Date: August 07, 2025



## ANNEXURE 1 TO THE NOTICE

Details of Director seeking reappointment at the Annual General Meeting

Particulars	Mr. Kailash Katkar
Age	58
Date of first appointment	August 07, 1995
Qualifications	Marticulate
Expertise in specific functional areas	Business Administration
Number of shares held in the Company	78,53,473
List of directorships held in other companies *	Data Security Council of India
Number of Board Meetings attended during 2024-25	5 of 5
Chairperson/Member in the Committees of the Boards of companies in which he is a director	1
Relationships directors inter se	Brother of Mr. Sanjay Katkar
Remuneration last drawn (Including sitting fee & commission)	₹ 1.73 Crore

\*Based on disclosures received from the respective Director.

Particulars	Ms. Amita Mirajkar
Age	43
Date of first appointment	August 07, 2025
Qualifications	MBA in Technology Management from the University of Phoenix - 2013. B.E. in Computer Engineering from the Maharashtra Institute of Technology - 2003.
Expertise in specific functional areas	Deep Technology expertise, stakeholder governance, strategic planning, risk management, operational excellence.
Number of shares held in the Company	NA
List of directorships held in other companies *	NA
Number of Board Meetings attended during 2024-2025	Not applicable
Chairperson/Member in the Committees of the Boards of companies in which he is a director	NA
Relationships directors inter se	Nil
Remuneration last drawn (Including sitting fee & commission)	Nil

\*Based on disclosures received from the respective Director.

## ANNEXURE 2 TO THE NOTICE

### INFORMATION REQUIRED AS PER CLAUSE (IV) OF SECTION II OF SCHEDULE V OF THE COMPANIES ACT, 2013

#### I. General Information

- a. **Nature of Business:** The Company is engaged into providing IT security solutions to consumers, small businesses and Government establishments and Corporate houses.
- b. **Financial performance based on given indicators:**

#### Standalone Financial performance based on given indicators (₹ in Crores)

Particulars	2024-25	2023-24	2022-23
<b>Total Income</b>	300.25	313.12	300.49
<b>Profit before tax</b>	1.53	26.04	9.29
<b>Profit after tax</b>	5.57	24.07	7.70

#### Consolidated Financial performance based on given indicators (₹ in Crores)

Particulars	2024-25	2023-24	2022-23
<b>Total Income</b>	300.30	313.14	300.22
<b>Profit before tax</b>	1.00	26.21	8.02
<b>Profit after tax</b>	5.04	24.24	6.40

#### III. Other Information:

- a. **Reason of loss or inadequate profits:** There is inadequacy of profit in 2024-25, due to decline in revenue owing to headwinds in consumer business and revenue from Government in Enterprise business impacted due to general elections in the country. The cost increased largely due to investment in new age products.
- b. **Steps taken or proposed to be taken for improvement:** We are approaching it in two-fold manner: revenue enhancement through refined Go to Market strategy and cost optimization measures across the businesses.

## ANNEXURE 3 TO THE NOTICE

### REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.*

Type of shareholders	Login Method
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	<p><b>METHOD 1 - NSDL IDeAS facility</b></p> <p><b>Shareholders registered for IDeAS facility:</b></p> <ul style="list-style-type: none"> <li>a) Visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> and click on "Beneficial Owner" icon under "IDeAS Login Section".</li> <li>b) Click on "Beneficial Owner" icon under "IDeAS Login Section".</li> <li>c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.</li> <li>d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</li> </ul> <p><b>Shareholders not registered for IDeAS facility:</b></p> <ul style="list-style-type: none"> <li>a) To register, visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> and select "Register Online for IDeAS Portal" or click on <a href="https://eservices.nsdl.com/SecureWeb/IDeASDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IDeASDirectReg.jsp</a></li> <li>b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code &amp; click on "Submit".</li> <li>c) Enter the last 4 digits of your bank account / generate 'OTP'</li> <li>d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).</li> </ul> <div style="border: 1px solid #ccc; padding: 10px; margin-top: 10px;"> <p>Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience</p> </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <p><b>METHOD 2 - NSDL e-voting website</b></p> <ul style="list-style-type: none"> <li>a) Visit URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a></li> <li>b) Click on the "Login" tab available under 'Shareholder/Member' section.</li> <li>c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> <li>d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.</li> <li>e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</li> </ul> <p><b>METHOD 3 - NSDL OTP based login</b></p> <ul style="list-style-type: none"> <li>a) Visit URL: <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a></li> <li>b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.</li> <li>c) Enter the OTP received on your registered email ID/ mobile number and click on login.</li> <li>d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.</li> <li>e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</li> </ul>

## ANNEXURE 3 TO THE NOTICE (Contd.)

Type of shareholders	Login Method
<b>Individual Shareholders registered with CDSL Easi/ Easiest facility</b>	<p><b>METHOD 1 - CDSL Easi/ Easiest facility:</b></p> <p><b>Shareholders registered for Easi/ Easiest facility:</b></p> <ul style="list-style-type: none"> <li>a) Visit URL: <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> &amp; click on New System Myeasi Tab.</li> <li>b) Enter existing username, Password &amp; click on "Login".</li> <li>c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</li> </ul> <p><b>Shareholders not registered for Easi/ Easiest facility:</b></p> <ul style="list-style-type: none"> <li>a) To register, visit URL: <a href="https://web.cDSLindia.com/myeasitoken/Registration/EasiRegistration">https://web.cDSLindia.com/myeasitoken/Registration/EasiRegistration</a> / <a href="https://web.cDSLindia.com/myeasitoken/Registration/EasiestRegistration">https://web.cDSLindia.com/myeasitoken/Registration/EasiestRegistration</a></li> <li>b) Proceed with updating the required fields for registration.</li> <li>c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).</li> </ul> <p><b>METHOD 2 - CDSL e-voting page</b></p> <ul style="list-style-type: none"> <li>a) Visit URL: <a href="http://www.cDSLindia.com">https://www.cDSLindia.com</a></li> <li>b) Go to e-voting tab.</li> <li>c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".</li> <li>d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account</li> <li>e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</li> </ul>
<b>Individual Shareholders holding securities in demat mode with Depository Participant</b>	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.</p> <ul style="list-style-type: none"> <li>a) Login to DP website</li> <li>b) After Successful login, user shall navigate through "e-voting" option.</li> <li>c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.</li> <li>d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</li> </ul> <p><b>Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.</b></p> <p>Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:</p> <p><b>STEP 1: LOGIN / SIGNUP to InstaVote</b></p> <p><b>Shareholders registered for INSTAVOTE facility:</b></p> <ul style="list-style-type: none"> <li>a) Visit URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> &amp; click on "<b>Login</b>" under 'SHARE HOLDER' tab.</li> </ul>

## ANNEXURE 3 TO THE NOTICE (Contd.)

Type of shareholders	Login Method
	<p>b) Enter details as under:</p> <ol style="list-style-type: none"> <li>1. User ID: Enter User ID</li> <li>2. Password: Enter existing Password</li> <li>3. Enter Image Verification (CAPTCHA) Code</li> <li>4. Click "Submit". (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")</li> </ol> <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="flex: 1;"> <p><b>InstaVote USER ID</b></p> </div> <div style="flex: 1;"> <p><b>NSDL</b></p> <p>User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (e.g. 12345678).</p> </div> <div style="flex: 1;"> <p><b>CDSL</b></p> <p>User ID is 16 Digit Beneficiary ID</p> </div> <div style="flex: 1;"> <p><b>Shares held in physical form</b></p> <p>User ID is Event No + Folio no, registered with the Company</p> </div> </div>
<b>Shareholders not registered for INSTAVOTE facility</b>	<p>a) Visit URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> &amp; click on "<b>Sign Up</b>" under 'SHARE HOLDER' tab &amp; register with details as under:</p> <ol style="list-style-type: none"> <li>1. User ID: Enter User ID</li> <li>2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</li> <li>3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)</li> <li>4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. <ul style="list-style-type: none"> <li>o Shareholders holding shares in <b>NSDL form</b>, shall provide 'D' above</li> <li>o Shareholders holding shares in <b>physical form</b> but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above</li> </ul> </li> <li>5. Set the password of your choice. (The password should contain minimum 8 characters, at least one special Character (!#\$&amp;*), at least one numeral, at least one alphabet and at least one capital letter).</li> <li>6. Enter Image Verification (CAPTCHA) Code.</li> <li>7. Click "Submit" (You have now registered on InstaVote).</li> </ol> <p>Post successful registration, click on "<b>Login</b>" under 'SHARE HOLDER' tab &amp; follow steps given above in points (a-b).</p> <p><b>STEP 2: Steps to cast vote for Resolutions through InstaVote</b></p> <ol style="list-style-type: none"> <li>A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".</li> <li>B. Select 'View' icon. E-voting page will appear.</li> <li>C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).</li> <li>D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.</li> <li>E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.</li> </ol> <p>NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.</p> <p>Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.</p>

## ANNEXURE 3 TO THE NOTICE (Contd.)

Type of shareholders	Login Method
Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")	<p><b>STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration</b></p> <p>A. Visit URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a></p> <p>B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"</p> <p>C. Fill up your entity details and submit the form.</p> <p>D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity &amp; stamped and sent to insta.vote@linkintime.co.in.</p> <p>E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)</p> <p><b>STEP 2 – Investor Mapping</b></p> <p>A. Visit URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> and login with InstaVote Login credentials.</p> <p>B. Click on "Investor Mapping" tab under the Menu Section</p> <p>C. Map the Investor with the following details:</p> <ol style="list-style-type: none"> <li>1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.</li> <li>2) 'Investor's Name - Enter Investor's Name as updated with DP.</li> <li>3) 'Investor PAN' - Enter your 10-digit PAN.</li> <li>4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.</li> </ol> <p>NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.</p> <p>Further, Custodians and Mutual Funds shall also upload specimen signatures.</p> <p>D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".</p> <p><b>STEP 3 – Steps to cast vote for Resolutions through InstaVote</b></p> <p>The corporate shareholder can vote by two methods, during the remote e-voting period.</p> <p><b>METHOD 1 - VOTES ENTRY</b></p> <p>a) Visit URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> and login with InstaVote Login credentials.</p> <p>b) Click on "Votes Entry" tab under the Menu section.</p> <p>c) Enter the "Event No." for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under "On-going Events".</p> <p>d) Enter "16-digit Demat Account No."</p> <p>e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.</p> <p>f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</p> <p><b>METHOD 2 - VOTES UPLOAD</b></p> <p>a) Visit URL: <a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a> and login with InstaVote Login credentials.</p> <p>b) After successful login, you will see "Notification for e-voting".</p>



## ANNEXURE 3 TO THE NOTICE (Contd.)

Type of shareholders	Login Method
	<p>c) Select "View" icon for "Company's Name / Event number".</p> <p>d) E-voting page will appear.</p> <p>e) Download sample vote file from "Download Sample Vote File" tab.</p> <p>f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.</p> <p>g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.</p> <p>(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).</p>

**Helpdesk:****Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 - 4918 6000.

**Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Forgot Password:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "**Login**" under 'SHARE HOLDER' tab.
- Click "**forgot password?**"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "**forgot password?**"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOL etc. The password should contain a minimum of 8 characters, at least one special character (#\$&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

**General Instructions - Shareholders**

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

## ANNEXURE 3 TO THE NOTICE (Contd.)

**INSTAMEET VC INSTRUCTIONS**

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMS on or before September 30, 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.*

Type of shareholders	Login Method
<b>shareholders to attend the General Meeting through InstaMeet</b>	<p>a) Visit URL: <a href="https://instameet.in.mpms.mufg.com">https://instameet.in.mpms.mufg.com</a> &amp; click on "<b>Login</b>".</p> <p>b) Select the "Company Name" and register with your following details:</p> <p>c) Select Check Box - <b>Demat Account No. / Folio No. / PAN</b></p> <ul style="list-style-type: none"> <li>Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.</li> <li>Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.</li> <li>Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.</li> <li>Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.</li> <li>Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.</li> </ul> <p>d) Click "Go to Meeting"</p> <p>You are now registered for InstaMeet, and your attendance is marked for the meeting.</p>
<b>Instructions for shareholders to Speak during the General Meeting through InstaMeet</b>	<p>a) Shareholders who would like to speak during the meeting must register their request with the company.</p> <p>b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.</p> <p>c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.</p> <p>d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.</p> <p><i>*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.</i></p>
<b>Instructions for Shareholders to Vote during the General Meeting through InstaMeet</b>	<p>Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:</p> <p>a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"</p> <p>b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET</p> <p>c) Click on 'Submit'.</p> <p>d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.</p> <p>e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.</p>



## ANNEXURE 3 TO THE NOTICE (Contd.)

Type of shareholders	Login Method
	<p>f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.</p>

**Note:**

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

**Helpdesk:**

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at [instameet@in.mpms.mufg.com](mailto:instameet@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000 / 4918 6175.