

Date: 08/09/2026

To,

The Listing Department

National Stock Exchange of India Limited

Exchange Plaza, Plot no. C/1,

G Block, Bandra Kurla Complex,

Bandra (East) Mumbai-400051

SYMBOL: AAATECH

BSE LIMITED

(Listing Department)

P.J. Towers, 1st Floor,

Dalal Street, Mumbai-400001.

Scrip Code: 543671

Dear Sir/Madam,

Sub: Notice of Twenty-Sixth Annual General Meeting for the financial year 2025-26

Pursuant to Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Notice convening the Twenty-Sixth Annual General Meeting ("AGM") for the financial year 2025-26, which is being sent through electronic mode to the Members of the Company, whose e-mail IDs are registered with the Company/ Registrar & Share Transfer Agent ("RTA")/ Depository Participant(s).

Further, pursuant to Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is also sending a letter to those shareholders whose e-mail addresses are not registered with the Company/ RTA/ Depository Participants, for accessing the Notice of AGM for the financial year 2025-26.

The Notice of AGM is attached and the same are also available on the Company's website at www.aaatechnologies.co.in under "Investors Relations" Section.

The Notice of AGM of the Company inter alia indicates the process and manner of remote e-voting/ e-voting at the AGM and instructions for participation at the AGM through VC/OAVM.

This is for information and records.

Thanking you,

Yours faithfully,

FOR AAA TECHNOLOGIES LIMITED

Shah Sagar
Manoj

Digitally signed by Shah
Sagar Manoj
Date: 2026.09.08
21:22:33 +05'30'



SAGAR SHAH

COMPANY SECRETARY AND COMPLIANCE OFFICER

NOTICE OF THE TWENTY-SIXTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-Sixth Annual General Meeting ("AGM") of the Members of AAA Technologies Limited ("Company") will be held on Wednesday, September 30, 2026 at 11:00 a.m. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following business.

ORDINARY BUSINESS:

Item No. 1 – Adoption of audited Financial Statement:

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

"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Statutory Auditors thereon, as circulated to the Members and laid before this Meeting, be and are hereby considered and adopted."

Item No. 2: Appointment of Statutory Auditor

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

"RESOLVED THAT pursuant to Sections 139, 141, 142 and other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Audit and Auditors) Rules, 2014, and other applicable rules made thereunder, including any statutory modification or re-enactment thereof for the time being in force, and pursuant to the recommendations of the Audit Committee and the Board of Directors, **M/s SPML & Associates, Chartered Accountants (Firm Registration No. 136549W)**, who have consented to act as Statutory Auditors and have confirmed their eligibility under Section 141 of the Act, be and are hereby appointed as the Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this Twenty-Sixth Annual General Meeting until the conclusion of the Thirty-First Annual General Meeting of the Company, to conduct the statutory audit and limited reviews for the financial years 2026–27 to 2030–31.

RESOLVED FURTHER THAT the Statutory Auditors shall be paid a fee of ₹ 2,00,00/- for the statutory audit and limited reviews for the financial year 2026–27, plus applicable taxes and reimbursement of reasonable out-of-pocket expenses actually incurred in connection with the audit, and that the Board of Directors, on the recommendation of the Audit Committee, be and is hereby authorised to determine their remuneration for the subsequent

financial years during their tenure.

RESOLVED FURTHER THAT the Board of Directors, the Chief Financial Officer and the Company Secretary and Compliance Officer be and are hereby severally authorised to finalise the terms of engagement and do all such acts, deeds, matters and things, including filing Form ADT-1, as may be necessary or expedient to give effect to this resolution."

Item No. 3: Re-appointment of Mr. Santosh Kumar Pandey (DIN: 02643704), who retires by rotation

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

"RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Santosh Kumar Pandey (DIN: 02643704), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

Item No. 04: Insertion of Article 85(d) relating to voluntary waiver of dividend

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

"RESOLVED THAT pursuant to Section 14 and other applicable provisions of the Companies Act, 2013 (the "Act"), the Companies (Incorporation) Rules, 2014 and other applicable rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals, consents, permissions and sanctions as may be necessary, consent of the Members be and is hereby accorded to alter the Articles of Association of the Company by inserting the following new Article 85(d) immediately after the existing Article 85(c):

'85(d) – Voluntary waiver of dividend

- i. Notwithstanding anything contained in Article 4(c), Articles 85(a) to 85(c), or elsewhere in these Articles, but subject to the Act, applicable securities laws and such uniformly applicable procedures as may be prescribed by the Board from time to time, a Member may voluntarily waive or forgo the right to receive any interim or final dividend in respect of all or any specified equity shares held by such Member on the

record date fixed for determining entitlement to such dividend.

ii. A waiver under this Article shall:

- a. be made in writing, in such form and manner and within such time as may be prescribed by the Board;
- b. be voluntary, unconditional, without consideration and irrevocable;
- c. relate to the whole, and not merely a fraction, of the dividend payable per equity share in respect of all or any specified equity shares;
- d. be submitted before the declaration of the relevant interim or final dividend; and
- e. be accepted by the Company in accordance with procedures applied uniformly to all Members seeking to submit such waiver.

iii. Where equity shares are held jointly, the waiver shall be executed by all joint holders. Where the Member is a body corporate or other entity, the waiver shall be accompanied by evidence of due authorisation.

iv. Upon a waiver becoming effective:

- a. no dividend shall become due or payable by the Company in respect of the equity shares validly covered by such waiver;
- b. the waiving Member shall have no claim or recourse against the Company in respect of such dividend;
- c. to the fullest extent permitted by law, no debt or other liability in respect of such dividend shall accrue in favour of the waiving Member; and
- d. the corresponding amount shall remain with the Company, without creating any entitlement to additional or differential dividend in favour of any other Member.

v. A waiver shall be personal to the Member submitting it and shall not bind a transferee or acquirer of any equity shares transferred before the relevant record date. The waiver shall apply only to those equity shares standing in the name of, or to the credit of, the waiving Member as registered holder or beneficial owner on the relevant record date.

vi. Nothing contained in this Article shall:

- a. authorise the Company to recommend, declare, offer or pay dividend at different rates to different Members holding equity shares of the same class;
- b. prejudice the right of any Member who has not submitted a valid waiver to receive dividend in the ordinary course;

c. affect any voting, bonus, rights, transfer, liquidation or other rights attached to the equity shares covered by the waiver; or

d. require the amount attributable to the waived dividend to be redistributed among the remaining Members.

vii. The Board may frame, adopt, amend and administer rules, forms, procedures, timelines and conditions for implementing this Article, provided that the same are consistent with the Act, applicable securities laws and the principle of equal treatment of Members.'

RESOLVED FURTHER THAT the Articles of Association of the Company, as altered in the manner set out above and placed before the meeting, be and are hereby adopted accordingly.

RESOLVED FURTHER THAT the Board of Directors of the Company, and/or Company Secretary and Compliance Officer be and are hereby jointly and/or severally authorised to file the requisite forms and altered Articles of Association with the Registrar of Companies and to make such non-material modifications as may be required by any statutory or regulatory authority, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

ORDINARY BUSINESS—CONTINUED

Item No. 5: Declaration of final dividend for the financial year ended March 31, 2026

The Chairperson shall take up Item No. 5 only after the Special Resolution set out at Item No. 4 has been considered and put to vote.

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

"RESOLVED THAT pursuant to Section 123 and other applicable provisions of the Companies Act, 2013 (the "Act"), the Companies (Declaration and Payment of Dividend) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Article 85 and other applicable provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Board of Directors of the Company, a final dividend of ₹1.00 per equity share of face value ₹10 each, being 10% of the face value, for the financial year ended March 31,

2026, be and is hereby declared for payment, subject to deduction of tax at source as applicable, to those Members:

- a. whose names appear in the Register of Members of the Company as on Tuesday 22nd September 2026 ("**Record Date**"), in respect of equity shares held in physical form; and
- b. whose names appear as beneficial owners in the records furnished by the National Securities Depository Limited and Central Depository Services (India) Limited as on the Record Date, in respect of equity shares held in dematerialised form.

RESOLVED FURTHER THAT, subject to:

- a. the Special Resolution set out at Item No. 4 of this Notice for insertion of Article 85(d) in the Articles of Association of the Company being duly passed;
- b. Article 85(d) becoming effective in accordance with applicable law; and
- c. the relevant waiver letters being validly submitted and accepted by the Company in accordance with Article 85(d),

no final dividend shall become due or payable in respect of the equity shares covered by the irrevocable waiver letters submitted by the concerned Promoter/Promoter Group Members and standing in their respective names or to their credit as beneficial owners on the Record Date ("**Waiver Shares**").

RESOLVED FURTHER THAT the non-payment of final dividend in respect of the Waiver Shares shall arise solely from the voluntary, unconditional, irrevocable and without-consideration waiver submitted by the concerned Members and shall not be construed as the declaration, recommendation, offer or payment of dividend at a differential or discriminatory rate.

RESOLVED FURTHER THAT upon the waiver becoming effective:

- a. the Members submitting the waiver letters shall have no right, claim or recourse against the Company in respect of the final dividend attributable to the Waiver Shares;
- b. no debt or other liability in respect of such final dividend shall accrue in favour of such Members, to the fullest extent permitted by applicable law;
- c. the amount corresponding to the final dividend attributable to the Waiver Shares shall remain with the Company; and
- d. such amount shall not be redistributed as additional

or differential dividend to any other Member of the Company.

RESOLVED FURTHER THAT the waiver shall be personal to the Member submitting it and shall not bind any transferee or acquirer of any equity shares transferred before the Record Date, and shall apply only to the equity shares standing in the name of, or to the credit of, the waiving Member as registered holder or beneficial owner on the Record Date.

RESOLVED FURTHER THAT if the Special Resolution set out at Item No. [4] of this Notice is not passed or Article 85(d) does not become effective in accordance with applicable law, the waiver letters shall not be given effect and the final dividend declared under this resolution shall be payable on all eligible equity shares, including the equity shares held by the Members who submitted such waiver letters.

RESOLVED FURTHER THAT the Board of Directors of the Company ("Board", which expression shall include any committee thereof or any officer authorised by the Board), the Company Secretary and Compliance Officer, the Chief Financial Officer and any Director of the Company be and are hereby severally authorised to:

- a. determine the Members entitled to receive the final dividend with reference to the Register of Members and the records furnished by the depositories as on the Record Date;
- b. ascertain the number of Equity shares validly covered by the waiver letters;
- c. determine the aggregate amount of final dividend payable after giving effect to the valid waiver letters;
- d. open and operate the designated dividend bank account and deposit therein the amount of final dividend becoming payable within the period prescribed under Section 123(4) of the Act;
- e. deduct tax at source at the applicable rates and complete payment of the final dividend within the period prescribed under the Act;
- f. coordinate with the registrar and share transfer agent, depositories, bankers and other intermediaries;
- g. make the requisite disclosures and filings with BSE Limited, National Stock Exchange of India Limited and other statutory or regulatory authorities; and
- h. do all such acts, deeds, matters and things and execute all such documents as may be necessary, desirable or expedient to give effect to this resolution.

SPECIAL BUSINESS—CONTINUED**Item No. 6: Appointment of Mr. Karan Sharma (DIN: 11552334) as a Director and Whole-time Director designated as Executive Director**

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

“RESOLVED THAT pursuant to Sections 152, 160, 161, 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (“Act”), read with Schedule V to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulations 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company and the Nomination and Remuneration Policy of the Company, including any statutory modification or re-enactment thereof for the time being in force, and pursuant to the recommendations of the Nomination and Remuneration Committee and the Board of Directors, consent of the Members be and is hereby accorded to the appointment of Mr. Karan Sharma (DIN: 11552334), who was appointed by the Board as an Additional Director with effect from September 3, 2026 and in respect of whom the Company has received a notice under Section 160 of the Act, as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT consent of the Members be and is hereby accorded to the appointment of Mr. Karan Sharma as Whole-time Director, designated as ‘**Executive Director**’, for a period of five years commencing from **September 3, 2026** and ending on **September 2, 2031**, upon the terms and conditions set out in the explanatory statement annexed to this Notice.

“RESOLVED FURTHER THAT Mr. Karan Sharma shall be entitled to aggregate remuneration, comprising salary, allowances, perquisites and benefits, not exceeding ₹12,00,000 (Rupees Twelve Lakh only) per annum, proportionately reduced for any period of service of less than a full year, with authority to the Board, on the recommendation of the Nomination and Remuneration Committee, to determine its components within the aforesaid ceiling.

RESOLVED FURTHER THAT expenses actually and properly incurred by Mr. Karan Sharma in the discharge of his duties shall be reimbursed against supporting records

and shall be excluded from the aforesaid ceiling only to the extent that such reimbursement does not constitute remuneration under applicable law.

RESOLVED FURTHER THAT Mr. Karan Sharma shall not be paid any sitting fee for attending meetings of the Board or its committees.

RESOLVED FURTHER THAT, notwithstanding anything contained herein, in the event of absence or inadequacy of profits in any financial year, the remuneration approved under this resolution may be paid as minimum remuneration for a period not exceeding three years from September 3, 2026 to September 2, 2029, subject to the applicable limits and conditions prescribed under Schedule V to the Act and subject to obtaining the prior approval of the concerned bank, public financial institution, non-convertible debenture holders or other secured creditors, if required under Schedule V.

RESOLVED FURTHER THAT the Board, on the recommendation of the Nomination and Remuneration Committee, be and is hereby authorised to determine and vary the components of remuneration within the aggregate ceiling and other terms approved by the Members, subject to applicable law; provided that any change requiring further approval of the Members shall be placed before them for such approval.

RESOLVED FURTHER THAT the Board of Directors, the Chief Financial Officer and the Company Secretary and Compliance Officer be and are hereby severally authorised to execute the agreement/letter of appointment, file Forms DIR-12, MR-1, MGT-14 and other applicable forms and returns, and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.”

Item No. 7: Appointment of Mr. Mahendra Kumar Modi (DIN: 00014594) as an Independent Director notwithstanding his having attained the age of 75 years

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

“RESOLVED THAT pursuant to Sections 149, 150, 152 and 160 and other applicable provisions of the Companies Act, 2013 (“Act”), read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17, 17(1A), 17A, 25(2A), 36(3) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, and pursuant to the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Mr. Mahendra Kumar Modi (DIN: 00014594), who has submitted a declaration that he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a notice under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company for a first term of five consecutive years commencing from September 29, 2026 and ending on September 28, 2031, not liable to retire by rotation.

RESOLVED FURTHER THAT, pursuant to Regulation 17(1A) of the SEBI Listing Regulations, consent of the Members be and is hereby specifically accorded to the appointment and continuation of Mr. Mahendra Kumar Modi as a Non-Executive Independent Director notwithstanding that he has attained the age of 75 years.

RESOLVED FURTHER THAT Mr. Mahendra Kumar Modi shall be entitled to sitting fees for attending meetings of the Board and its committees, reimbursement of expenses incurred in connection with the performance of his duties and such profit-related commission, if any, as may be approved in accordance with applicable law, but shall not be entitled to any stock option.

RESOLVED FURTHER THAT the Board of Directors, the Chief Financial Officer and the Company Secretary and Compliance Officer be and are hereby severally authorised to issue the letter of appointment, make the requisite filings and disclosures and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

Item No. 8: Appointment of Mr. Premendra Rajput (DIN: 11569752) as an Independent Director

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

"RESOLVED THAT pursuant to Sections 149, 150, 152, 160 and 161 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17, 17(1C), 17A, 25(2A), 36(3) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles

of Association of the Company, and pursuant to the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Mr. Premendra Rajput (DIN: 11569752), who was appointed by the Board as an Additional Director in the category of Non-Executive Independent Director with effect from September 3, 2026, who has submitted a declaration that he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a notice under Section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company for a first term of five consecutive years commencing from September 3, 2026 and ending on September 2, 2031, not liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Premendra Rajput shall be entitled to sitting fees for attending meetings of the Board and its committees, reimbursement of expenses incurred in connection with the performance of his duties and such profit-related commission, if any, as may be approved in accordance with applicable law, but shall not be entitled to any stock option.

RESOLVED FURTHER THAT the Board of Directors, the Chief Financial Officer and the Company Secretary and Compliance Officer be and are hereby severally authorised to issue the letter of appointment, make the requisite filings and disclosures and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

For and on behalf of
For AAA TECHNOLOGIES LIMITED
Sd/-
Sagar Shah
Company Secretary & Compliance Officer

Place: Mumbai

Date: September 08, 2026

Notes

1. The Ministry of Corporate Affairs, vide General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 03/2025 dated September 22, 2025 and other applicable circulars ("MCA Circulars"), has permitted companies to conduct annual general meetings through VC/OAVM in accordance with the framework prescribed therein. Accordingly, the Twenty-Sixth AGM of the Company is being held through VC/OAVM without the physical presence of Members at a common venue. The Registered Office of the Company shall be deemed to be the venue of the AGM.

2. Since the AGM is being held through VC/OAVM pursuant to the MCA Circulars, the facility for appointment of proxies will not be available. Accordingly, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

3. Corporate and institutional Members intending to authorise their representatives to attend and vote at the AGM pursuant to Section 113 of the Act are requested to send a certified copy of the relevant board/governing-body resolution or other authority, in PDF/JPG format, to the Scrutiniser at vkmassociates@yahoo.com, with a copy to the Company at cs@aaatechnologies.co.in.

4. The Notice of the AGM and the Annual Report for FY 2025-26 are being sent electronically to Members whose e-mail addresses are registered with the Company, the Registrar and Share Transfer Agent ("RTA") or the Depository Participants. In accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, a physical letter containing the web-link and exact path from which the complete Annual Report may be accessed is being sent to Members whose e-mail addresses are not registered.

The Notice and Annual Report will be available at:

- Company's website:
www.aaatechnologies.co.in/investors/relations
- National Stock Exchange of India Limited:
www.nseindia.com;
- BSE Limited: www.bseindia.com; and
- the website of the e-voting service provider at the address stated in Note 12.

A Member may request a physical copy of the Annual

Report by writing to cs@aaatechnologies.co.in, quoting the Member's folio number/DP ID and Client ID.

5. The explanatory statement pursuant to Section 102 of the Act and Regulation 17(11) of the SEBI Listing Regulations in respect of Item Nos. 4 and 6 to 8 is annexed. Additional information relating to Item Nos. 2, 3 and 5, including the disclosures required under Regulations 36(3) and 36(5), is also annexed.

6. Members attending the AGM through VC/OAVM shall be counted for determining the quorum under Section 103 of the Act.

7. The VC/OAVM facility shall permit participation by at least 1,000 Members on a first-come-first-served basis. Large shareholders, promoters, institutional investors, Directors, Key Managerial Personnel, Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, and the Statutory Auditors and Secretarial Auditors shall not be subject to the first-come-first-served restriction.

8. The Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, September 24, 2026 to Wednesday, September 30, 2026, both days inclusive. Wednesday, September 23, 2026 has been fixed as the Record Date for determining the Members entitled to the final dividend, if declared, and as the cut-off date for determining voting entitlement.

9. Members are requested to intimate changes in their name, postal address, e-mail address, telephone/mobile number, PAN, nomination, bank mandate and other KYC particulars to their Depository Participants where shares are held in dematerialised form, and to MUFG Intime India Private Limited where shares are held in physical form.

10. Members seeking information concerning the financial statements or other business to be transacted at the AGM may send their questions to cs@aaatechnologies.co.in on or before Wednesday, September 23, 2026. The Company will endeavour to respond suitably during or after the AGM.

11. The Company has designated cs@aaatechnologies.co.in for redressal of Members' grievances relating to the AGM and the matters covered by this Notice.

12. INFORMATION AND INSTRUCTIONS RELATING TO

REMOTE E-VOTING, E-VOTING DURING THE AGM AND PARTICIPATION THROUGH INSTAMEET

I. The remote e-voting facility will be available during the following period:

Commencement of e-voting: From 9:00 a.m. (IST) on Sunday 27th September, 2026

End of e-voting: Up to 5:00 p.m. (IST) on Tuesday 29th September, 2026

I. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of the aforesaid period.

II. Pursuant to the provisions of Section 108 and other applicable provisions of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, MCA Circulars and SEBI Circular the Company is pleased to provide its Members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means.

III. The Company has engaged the services of **MUFG Intime India Private Limited** to provide remote e-voting facility to the Members.

IV. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/ beneficial owner (in case of electronic shareholding) as on the cut-off date, i.e., Wednesday 23rd September 2026. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

V. 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, i.e., Wednesday 23rd September 2026 only shall be entitled to avail the facility of e-voting.

VI. Members who are holding shares in physical form or who have not registered their email address with the Company/Depository or any person who acquires shares of the Company and becomes a Member of the Company after the Notice has been sent electronically by the Company, and holds shares as of the cut-off date, i.e., Wednesday 23rd September 2026; such Member may obtain the User ID and password by sending a request at rnt.helpdesk@in.mpms.mufg.com

VII. The Board of Directors of the Company has appointed M/s. VKM & Associates, a Practicing Company Secretary firm, Mumbai as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

VIII. The Scrutinizer, after scrutinizing the votes, will, not later than forty-eight hours from the conclusion of the Meeting; make a consolidated scrutinizer's report which shall be placed on the website of the Company, i.e. www.aaatechnologies.co.in The results shall simultaneously be communicated to the Stock Exchanges where the shares of the company are listed, i.e. NSE Limited and BSE Limited.

IX. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting, i.e., Wednesday 30th September 2026.

X. Information and other instructions relating to remote e-voting are as under:

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 e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- Enter User ID and Password. Click on "Login"
- After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- 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.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectRegistration.jsp>
- Proceed with updating the required fields.
- Post successful registration, user will be provided with Login ID and password.
- After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- 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.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will 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.
- 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.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - Individual Shareholders registered with

CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- Click on New System Myeasi Tab
- Login with existing my easi username and password
- After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- Click on "Link InTime/ 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.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- Proceed with updating the required fields.
- Post registration, user will be provided username and password.
- After successful login, user able to see e-voting menu.
- Click on "Link InTime / 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.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on

registered Mobile and Email as recorded in Demat Account

- e) After successful authentication, click on "Link InTime / 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.

Individual Shareholders holding securities in demat mode with Depository Participant

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.

- Login to DP website
- After Successful login, user shall navigate through "e-voting" option.
- Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- After successful authentication, click on "Link InTime / 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.

Login method for shareholders holding securities in physical mode /

Non-Individual Shareholders holding securities in demat mode

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 for InstaVote as under:

- Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- Click on "**Sign Up**" under 'SHARE HOLDER' tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. 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.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company – in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in **NSDL form**, shall provide 'D' above

Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

- Set the password of your choice

(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

- Enter Image Verification (CAPTCHA) Code
- Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- Click on "**Login**" under 'SHARE HOLDER' tab.

A. User ID: Enter your User ID

B. Password: Enter your Password

C. Enter Image Verification (CAPTCHA) Code

D. Click "Submit"

d) Cast your vote electronically:

A. After successful login, you will be able to see the "Notification for e-voting".

B. Select 'View' icon.

C. E-voting page will appear.

D. 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).

E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

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.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

a) Visit URL: <https://instavote.linkintime.co.in>

b) Click on **"Sign Up"** under "Custodian / Corporate Body/ Mutual Fund"

c) Fill up your entity details and submit the form.

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 & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

b) Click on **"Investor Mapping"** tab under the Menu Section

c) Map the Investor with the following details:

A. 'Investor ID' –

i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678

ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.

B. 'Investor's Name' – Enter Investor's Name as updated with DP.

C. Investor PAN' – Enter your 10-digit PAN.

D. 'Power of Attorney' – Attach Board resolution or Power of Attorney.

*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

E. 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".

STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 – VOTES ENTRY

a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

b) Click on **"Votes Entry"** tab under the Menu section.

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".

d) Enter **"16-digit Demat Account No."** for which you want to cast vote.

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).

f) After selecting the desired option i.e. Favour / Against, click on 'Submit'.

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.

OR

METHOD 2 – VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the “Notification for e-voting”.
- c) Select “**View**” icon for “**Company’s Name / Event number**”.
- d) E-voting page will appear.
- e) Download sample vote file from “**Download Sample Vote File**” tab.
- 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.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

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.mufig.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 sending a request at evoting@nsdl.co.in 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 a request at helpdesk.evoting@cdslindia.com 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 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/DOI, Bank Account Number (last four digits) 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.

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

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/DOI 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.

- 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".

InstaMeet VC Instructions for Shareholders

In terms of Ministry of Corporate Affairs (MCA) General Circular No.03/2025 dated 22nd September, 2025, the Companies can conduct their AGMs/ EGMs on or before 30 September 2026 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.

Login method for shareholders to attend the General Meeting through InstaMeet:

- Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".
- Select the "Company" and 'Event Date' and register with your following details:

A. Demat Account No. or Folio No:

Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.

Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – shall provide Folio Number.

B. 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.

C. Mobile No: Enter your Mobile No.

D. Email ID: Enter your email Id as recorded with your DP/ Company.

- Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

- Shareholders who would like to speak during the meeting must register their request up to Wednesday 23rd September 2026 (5:00 P.M. IST) with the Company on cs@aaatechnologies.co.in the email created for general meeting. For registering Speaker Shareholder please make request at least 7 days prior to the AGM i.e., on or before Wednesday 23rd September 2026.
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- 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.

- d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

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:

- a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- 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
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/Against" for voting.
- 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'.
- 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.

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 or contact on: - Tel: 022 - 4918 6000 / 4918 6175.

13. In the case of joint holders attending the AGM, only the Member whose name appears first in the order of names in the Register of Members/records of the depositories shall be entitled to vote.

14. If the final dividend recommended by the Board is declared at the AGM, it will be paid, after giving effect to valid waiver letters and subject to deduction of tax at source, on or before Wednesday, October 28, 2026:

- a. to beneficial owners in respect of shares held in dematerialised form, as per the data furnished by NSDL and CDSL as at the close of business on the Record Date; and
- b. to Members in respect of shares held in physical form whose names appear in the Register of Members as at the close of business on the Record Date, after giving effect to valid transmission or transposition requests lodged with the Company/RTA.

Members are requested to ensure that their bank account particulars are correctly registered with their Depository Participants or the RTA. Payment will be made

electronically wherever valid bank details are available.

Dividend income is taxable in the hands of Members, and the Company will deduct tax at source in accordance with the Income-tax Act, 2025, the rules made thereunder and other applicable provisions. Members seeking non-deduction or deduction at a beneficial rate should furnish the declarations, certificates and supporting documents prescribed under the applicable tax law to cs@aaatechnologies.co.in by Wednesday September 23, 2026. The applicable documentation and submission procedure will be made available at www.aaatechnologies.co.in/investors/relations. Eligibility for any exemption or beneficial rate will be determined with reference to applicable law and the documents furnished.

15. Details of Directors seeking appointment or re-appointment, as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2, are annexed to this Notice.

16. Since the AGM is being held through VC/OAVM, no Route Map or Attendance Slip is annexed.

17. Copies of the following documents will be available for electronic inspection without payment of fee from the date of circulation of this Notice until the conclusion of the AGM:

- a. existing and proposed altered Articles of Association;
- b. promoter waiver letters and the corporate authorisation accompanying the waiver submitted by Jyotirgamy Advisory Private Limited;
- c. consent, eligibility certificate and peer-review certificate of M/s SPML & Associates;
- d. notices under Section 160, consents to act, declarations of independence and letters of appointment relating to the proposed Directors;
- e. terms of appointment and remuneration of Mr. Karan Sharma; and
- f. other documents referred to in the explanatory statement.

Members seeking inspection may write to cs@aaatechnologies.co.in.

The terms and conditions of appointment of the

Independent Directors shall also be available for inspection at the Registered Office of the Company during normal business hours and shall be placed on the Company's website. The contract of service with Mr. Karan Sharma, or the memorandum setting out its terms where no written contract has been executed, shall be available for inspection at the Registered Office in accordance with Section 190 of the Act.

18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act will be available electronically for inspection during the AGM.

19. The recorded transcript of the AGM will be made available on the Company's website in accordance with applicable law.

For and on behalf of

For AAA TECHNOLOGIES LIMITED

Sd/-

Sagar Shah

Company Secretary & Compliance Officer

Place: Mumbai

Date: September 08, 2026

ADDITIONAL INFORMATION RELATING TO ITEM NO. 2—STATUTORY AUDITORS

M/s SPML & Associates, Chartered Accountants (Firm Registration No. 136549W), were appointed by the Board on 30th May, 2026. Their appointment was approved by the Members at the general meeting held on 26th September, 2025 and they hold office until the conclusion of this AGM. The Audit Committee and the Board have recommended their appointment for a term of five consecutive years from the conclusion of this AGM until the conclusion of the Thirty-First AGM.

The Company has received their written consent and certificate confirming that:

- their appointment, if made, will be in accordance with Sections 139 and 141 of the Act;
- they satisfy the criteria prescribed under the Companies (Audit and Auditors) Rules, 2014;
- they are not disqualified from appointment;
- their appointment is within the limits prescribed under the Act; and
- they hold a valid peer-review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

Disclosures under Regulation 36(5) of the SEBI Listing Regulations:

Particulars	Disclosure
Proposed audit fees	₹ 2,00,00/- for statutory audit and limited reviews for FY 2026–27, plus applicable taxes and reimbursement of reasonable out-of-pocket expenses
Term	Five consecutive years from the conclusion of the 28th AGM until the conclusion of the 31st AGM, covering FY 2026–27 to FY 2030–31
Fee paid to outgoing auditor	₹ 1,50,000 for FY 2025–26
Basis of recommendation	Experience in statutory audits, listed-company reporting, Ind AS, internal financial controls and regulatory compliance; audit-team capability; independence; eligibility; peer-review status and fee reasonableness
Credentials	M/S S P M L & ASSOCIATES, CHARTERED ACCOUNTANTS Established in 1987 Headquartered in Mumbai & Corporate Office in New Delhi Branch Offices at Pune, Ahmedabad, Surat, Jalgaon, Jaipur, Nanded Presence Across India through network offices M/s. S P M L & Associates, Chartered Accountants, is a leading professional services firm with a legacy of over three decades in audit, taxation, financial advisory, and compliance services. Founded by CA Prakash Hiralal Gattani, the firm is known for its technical expertise, ethical approach, and client-focused solutions. With a strong multi-location presence, the firm provides seamless financial and regulatory solutions to corporates, financial institutions, government bodies, and emerging businesses. The firm has 10 partners along with a team size of more than 120 executives to handle the varied kind of professional assignments. The firm is guided by a proactive and strategic approach and delivers value-driven financial and regulatory services to its clients. The firm is peer reviewed firm as per the prescribed guidelines of the Institute of Chartered Accountants of India. The firm is doing the Statutory and Internal Audits of Listed / Public / Private Corporates, multi-national entities and Government Companies. The firm is also registered with CAG (Comptroller and Auditor General of India) and RBI (Reserve Bank of India) as Category I firm for various government and banking assignments.

The Audit Committee and Board recommend the Ordinary Resolution at Item No. 2. None of the Directors, Key Managerial Personnel or their relatives is concerned or interested in the resolution, except to the extent of any shareholding held by them in the Company.

ADDITIONAL INFORMATION RELATING TO ITEM NO. 5—FINAL DIVIDEND AND WAIVER

At its meeting held on September 8, 2026, the Board recommended a final dividend of ₹1.00 per equity share of face value ₹10 each for FY 2025–26, subject to declaration by the Members.

The dividend has been recommended and offered at a uniform rate on all equity shares. Non-payment on the Waiver Shares will arise solely because of the concerned Members' voluntary and irrevocable waivers and will not constitute a differential dividend.

Based on the shareholding as at the date of this Notice:

Particulars	Number of shares/amount
Total paid-up equity shares	1,28,26,800
Gross dividend at ₹1.00 per share	₹1,28,26,800
Indicative Waiver Shares	44,61,056
Indicative amount waived	₹44,61,056
Indicative dividend payable	₹83,65,744

The figures are indicative. Actual entitlement, Waiver Shares and the amount payable will be determined by reference to the shareholding on the Record Date.

If Item No. 4 is not passed or Article 85(d) does not become effective, the waiver letters will not be acted upon and the dividend will be payable on all eligible equity shares.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 17(11) OF THE SEBI LISTING REGULATIONS

Item No. 04: Insertion of Article 85(d) relating to voluntary waiver of dividend

The existing Article 4(c) provides that all equity shares of the Company are of the same class and carry identical rights and privileges, including dividend rights. Article 85 provides for the declaration and payment of dividend

proportionately according to the respective rights and interests of Members. The Articles presently do not contain an express provision permitting a Member to waive or forgo dividend.

The Company has received irrevocable waiver letters from the following Promoters expressing their voluntary intention to forgo the final dividend for FY 2025–26:

Name	Category	Present share holding	Percentage	Shares proposed to be covered	Estimated amount waived
Jyotirgamya Advisory Private Limited	Promoter	38,15,129	29.74%	All shares held on the Record Date	₹38,15,129
Mr. Ashok Kumar Chordia	Promoter	6,45,927	5.04%	All shares held on the Record Date	₹6,45,927
Total		44,61,056	34.78%		₹44,61,056

The shareholding and amounts above are indicative. The actual number of shares covered and corresponding amount will be determined with reference to the shares held by the concerned Members on the Record Date.

The proposed Article is an enabling and uniformly applicable provision available to every Member. It does not authorise the Company to declare or pay dividend at different rates to Members holding shares of the same class. Members who do not submit a valid waiver will continue to receive dividend in the ordinary course. The amount attributable to validly waived dividend will remain with the Company and will not be redistributed as additional dividend.

The Board believes that the proposed alteration will establish a transparent and administratively robust framework for voluntary dividend waivers and recommends the Special Resolution at Item No. 4.

Mr. Ashok Kumar Chordia, Director and Promoter, is concerned or interested in the resolution to the extent of his shareholding and waiver. Jyotirgamya Advisory Private Limited, being a Promoter, is also interested to the extent of its shareholding and waiver. Their respective relatives, if any, may be regarded as interested to the extent applicable. None of the other Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in the resolution except to the extent of their respective shareholding, if

any.

Item No. 6: Appointment of Mr. Karan Sharma (DIN: 11552334) as a Director and Whole-time Director designated as Executive Director

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Karan Sharma (DIN: 11552334) as an Additional Director in the category of Executive Director with effect from September 3, 2026. Pursuant to Section 161(1) of the Act, he holds office up to the date of this Annual General Meeting. The Company now seeks the Members' approval for his appointment as a Director liable to retire by rotation and for his appointment as Whole-time Director, designated as Executive Director, on the tenure, remuneration and other terms approved by the Nomination and Remuneration Committee and the Board at their respective meetings held on 03rd September, 2026.

Mr. Sharma holds a Master's degree in International Business Management from the Institute of Management Technology, Ghaziabad and a Bachelor's degree in Business Administration from Chaudhary Charan Singh University, Meerut. He has experience in international trade, business development, commercial operations, stakeholder management and identification of business opportunities.

The Company has received from Mr. Sharma his consent to act as Director, disclosure of interest, declaration in Form DIR-8 and other requisite declarations. He has confirmed that he is not disqualified under Section 164 of the Act and is not debarred from holding the office of Director by any order of SEBI, the Ministry of Corporate Affairs or any other authority. The Company has also received a notice under Section 160 proposing his candidature.

The principal terms are:

Particulars	Terms
Designation	Whole-time Director designated as Executive Director
Term	September 3, 2026 to September 2, 2031
Retirement by rotation	Liable to retire by rotation
Remuneration	Salary and allowances aggregating up to ₹12,00,000 per annum
Perquisites	Statutory and generally applicable employee benefits within the approved remuneration ceiling
Business expenses	Reimbursed at actuals; not treated as remuneration to the extent permitted by law
Sitting fees	Nil
Minimum remuneration	Approved for a maximum period of three years from September 3, 2026 to September 2, 2029, subject to Schedule V

Statement under Schedule V

Particulars	Information
Nature of industry	Information technology, information systems audit, cybersecurity, IT assurance and related services
Commencement of commercial operations	The Company has been operational since its incorporation on 03 rd October, 2000
FY 2025-26 revenue from operations	₹2,037.86 lakh
FY 2025-26 profit before tax	₹276.03 lakh
FY 2025-26 profit after tax	₹206.29 lakh
Foreign investments/collaborations	NA
Background and suitability	Experience in international trade, business development, commercial operations and stakeholder management
Recognition or awards	None
Job Profile and suitability	Mr. Sharma will be entrusted with substantial powers to manage the affairs of the company in accordance with the memorandum and articles of association of the company. To oversee the company's operations, financial performance, investments, and ventures and to give strategic guidance and direction to the board to ensure that the company achieves its mission and objectives.
Past remuneration	NIL
Proposed remuneration	Up to ₹12,00,000 per annum
Comparative remuneration	The NRC considered Developing and implementing business plans to improve cost-efficiency having regard to the Company's size, industry, responsibilities of the position and Mr. Sharma's qualifications and experience, and considered the proposed remuneration appropriate.
Pecuniary relationship	No pecuniary relationship with the Company other than remuneration and reimbursement of expenses; shareholding: Nil Other than the proposed remuneration and reimbursement of business expenses, Mr. Sharma has no other direct or indirect pecuniary relationship with the Company/details. His relationship with the managerial personnel of the Company is None/details."
Reasons for loss/inadequacy	The Company reported a profit after tax of ₹ 2,06,29,000 for FY 2025-26. Approval under Schedule V is sought as an enabling measure for any financial year during the specified three-year period in which profits computed under Section 198 are absent or inadequate for payment of the approved remuneration."
Steps taken/proposed	Strengthening business development, improving operating efficiencies, expanding service capabilities and cost optimisation
Expected improvement	overall improvement and sustainable growth of the Company by strengthening operational efficiency, improving financial performance, optimizing costs and resources, enhancing business development and revenue generation, ensuring effective implementation of internal controls and regulatory compliance, and providing strategic leadership for the long-term growth of the Company.

The Company has not committed any default in payment of dues to any bank, public financial institution, non-convertible debenture holder or other secured creditor.

The Board considers Mr. Sharma's appointment to be in the interests of the Company and recommends the

Special Resolution at Item No. 6.

Mr. Karan Sharma and his relatives are concerned or interested in the resolution. None of the other Directors, Key Managerial Personnel or their relatives is concerned or interested, except to the extent of their respective shareholding, if any.

Item No. 7: Appointment of Mr. Mahendra Kumar Modi (DIN: 00014594) as an Independent Director notwithstanding his having attained the age of 75 years

Based on the recommendation of the NRC, the Board at its meeting held on September 3, 2026 recommended the appointment of Mr. Mahendra Kumar Modi as a Non-Executive Independent Director for five consecutive years commencing September 29, 2026.

Mr. Modi is an experienced industrialist with more than six decades of operating, strategic and board-level experience across chemicals, synthetic fibres, engineering, consumer products and investments. He is a Chemical Engineering graduate from Banaras Hindu University, now IIT (BHU), where he received a Gold Medal, and has completed an executive programme on family business at Harvard University.

The Company has received his consent to act as Director, notice under Section 160, declaration of independence, Form DIR-8 and other requisite disclosures. He has confirmed that he:

- a. satisfies the independence criteria under Section 149(6) of the Act and Regulation 16(1)(b);
- b. is not disqualified under Section 164;
- c. complies with the directorship limits under Section 165 and Regulation 17A;
- d. is not debarred from holding office as Director by SEBI, MCA or any other authority; and
- e. is registered with the Independent Directors' Databank and has complied with, or is exempt from, the online proficiency self-assessment requirements.

The NRC and Board identified industrial leadership, strategy, corporate governance, risk oversight, financial stewardship and stakeholder management as relevant skills for the role. Mr. Modi's extensive experience as an industrial leader and director of public companies satisfies these requirements.

Specific justification under Regulation 17(1A)

Although Mr. Modi has attained the age of 75 years, the Board considers that his extensive experience in managing diversified businesses, corporate governance, industrial strategy and board oversight will materially

strengthen the Board's deliberations. His appointment will provide the Company with senior strategic guidance during a period involving changes in control, growth initiatives and business diversification. The Board is satisfied that his age will not impede his ability to discharge the duties of an Independent Director and that his appointment is in the interests of the Company and its stakeholders.

In the opinion of the Board, Mr. Modi is a person of integrity, possesses the requisite expertise and experience, fulfils all applicable conditions for appointment as an Independent Director and is independent of the management.

The Board recommends the Special Resolution at Item No. 7.

Mr. Mahendra Kumar Modi and his relatives are concerned or interested in the resolution. None of the other Directors, Key Managerial Personnel or their relatives is concerned or interested, except to the extent of their respective shareholding, if any.

Item No. 8: Appointment of Mr. Premendra Rajput (DIN: 11569752) as an Independent Director

Based on the recommendation of the NRC, the Board appointed Mr. Premendra Rajput as an Additional Director in the category of Non-Executive Independent Director with effect from September 3, 2026, subject to Members' approval.

Mr. Rajput has more than 24 years' experience in the information-technology industry, specialising in global programme management, delivery governance, enterprise digital transformation, data-intensive IT platforms, technology risk, contract management and cross-functional operations. His international experience includes customer-facing and delivery responsibilities in the United States, Germany and the United Kingdom.

The Company has received his consent to act as Director, notice under Section 160, declaration of independence, Form DIR-8 and other requisite disclosures. He has confirmed that he:

- a. satisfies the independence criteria under Section 149(6) and Regulation 16(1)(b);
- b. is not disqualified under Section 164;

c. complies with Section 165 and Regulation 17A;

d. is not debarred from holding office as Director by SEBI, MCA or another authority; and

e. is registered with the Independent Directors' Databank and has complied with, or is exempt from, the online proficiency self-assessment requirements.

The NRC and Board identified technology governance, cybersecurity, enterprise IT architecture, digital transformation, programme delivery and risk oversight as relevant skills and capabilities for the role. Mr. Rajput's professional experience meets these requirements.

In the opinion of the Board, Mr. Rajput is a person of integrity, possesses the requisite expertise and experience, fulfils the conditions for appointment as an Independent Director and is independent of the management.

The Board recommends the Special Resolution at Item No. 8.

Mr. Premendra Rajput and his relatives are concerned or interested in the resolution. None of the other Directors, Key Managerial Personnel or their relatives is concerned or interested, except to the extent of their respective shareholding, if any.

ANNEXURE—DIRECTOR INFORMATION UNDER REGULATION 36(3) AND SECRETARIAL STANDARD-2

Name of Director	Mr. Santosh Kumar Pandey
DIN	02643704
Age	52
Date of Birth	05/11/1974
Nationality	Indian
Qualification	BE- MECHANICAL PGDM-MARKETING
Date of First Appointment	19-06-2026
Brief Resume and Nature of Expertise in Specific Functional Areas	Mr. Santosh Kumar Pandey is a seasoned business leader with over 26 years of experience in corporate management and technology innovation. As the Founder of a prominent GPS and IoT solutions firm, he has spent the last 16 years driving the development and deployment of advanced geospatial and industrial automation frameworks. His leadership approach emphasizes strategic IIOT/ Drone based rigorous software and hardware-based project management, and the alignment of core technical offerings with mission-critical client objectives. Mr. Pandey's career is defined by a commitment to operational excellence, sustainable business growth, and the successful execution of complex, large-scale digital transformation projects.
Relationship with other Directors and KMP's	NA
Membership /Chairmanship of Committees of other Companies	NIL
Number of Board Meetings attended during the year	NIL
Terms and Conditions of appointment	NA
Remuneration proposed	NIL
Remuneration last drawn	NIL
Listed entities in which directorship is held	NIL
Listed entities from which resigned during the preceding three years	NIL
Shareholding, including beneficial ownership	NIL
Other directorships and committee positions	1. Jikoo Motors Private Limited 2. Heuristic Communication Private Limited 3. Ekon Solutions India Private Limited 4. Skylabs Solution India Private Limited 5. Digify Televentures Private Limited 6. Intrac Systems Private Limited 7. Mera Driver Private Limited

	8. Ekon Edtech Private Limited 9. Club Downtown 90349 Foundation 10. Fast Infrastructure Private Limited 11. Cybosecure Networks Private Limited 12. Skylabs Telematics Private Limited 13. Novocasa Ventures Private Limited
Relationships	NA
Board attendance	NIL

Name of Director	Mr. Karan Sharma
DIN	11552334
Age	28
Date of Birth	24-09-1998
Nationality	Indian
Qualification	Master's degree in International Business Management from the Institute of Management Technology (IMT), Ghaziabad, and a Bachelor's degree in Business Administration (BBA) from Chaudhary Charan Singh University, Meerut.
Date of First Appointment	03-09-2026
Brief Resume and Nature of Expertise in Specific Functional Areas	10 years of professional experience in international trade, business development, and business operations across reputed organisations.
Relationship with other Directors and KMP's	NA
Membership /Chairmanship of Committees of other Companies	NIL
Number of Board Meetings attended during the year	NIL
Terms and Conditions of appointment	As per Explanatory Statement
Remuneration proposed	Rs. 12 Lakhs per anum
Remuneration last drawn	NIL
Listed entities in which directorship is held	NIL
Listed entities from which resigned during the preceding three years	NIL
Shareholding, including beneficial ownership	Nil
Other directorships and committee positions	1. Rajvansh Electricals Private Limited 2. Golden Bio Energy Limited
Relationships	None
Board attendance	NIL (From April 1 2025 to March 31 2026)

Name of Director	Mr. Mahendra Kumar Modi
DIN	00014594
Age	82
Date of Birth	26-05-1944
Nationality	Indian
Qualification	Chemical Engineering at Banaras Hindu University - now IIT (BHU) where he graduated with the Gold Medal, completed an executive programme on family business at Harvard University
Brief Resume and Nature of Expertise in Specific Functional Areas	Chemical Engineering at Banaras Hindu University - now IIT (BHU) where he graduated with the Gold Medal, completed an executive programme on family business at Harvard University Chemical Engineering at Banaras Hindu University - now IIT (BHU) where he graduated with the Gold Medal, completed an executive programme on family business at Harvard University
Relationship with other Directors and KMP's	NA

Membership /Chairmanship of Committees of other Companies	NIL
Number of Board Meetings attended during the year	NIL
Terms and Conditions of appointment	As per Explanatory Statement
Remuneration proposed	Rs. 10,000 Per Board Meeting and Rs. 5,000 Per Committee Meeting
Remuneration last drawn	NIL
Listed entities in which directorship is held	NIL
Listed entities from which resigned during the preceding three years	NIL
Shareholding, including beneficial ownership	Nil
Other directorships and committee positions	1. Modi Weld Excel Private Limited 2. Rai Bahadur Gujarmal Modi and Bros Private Limited 3. The Modi Trading and Industrial Syndicate Private Limited 4. Daisy Investment Private Limited 5. Modi Intercontinental Private Limited 6. Netacross Holdings and Investments Private Limited 7. Modipon Estates Private Limited 8. Ashoka Mercantile Limited 9. Exevo UK Ltd., United Kingdom 10. NetAcross, Inc., United States 11. Moving Minds Investments Ltd.
Relationships	None
Board attendance	NIL (From April 1 2025 to March 31 2026)

Name of Director	Mr. Premendra Rajput
DIN	11569752
Age	50
Date of Birth	10-07-1976
Nationality	Indian
Qualification	AHM 250 certified by The Academy for Healthcare Management and America's Health Insurance Plans and Bachelor of Engineering(E&TC)
Date of First Appointment	03-09-2026
Brief Resume and Nature of Expertise in Specific Functional Areas	Over 24 years of extensive IT industry experience, specializing in global program management, delivery governance, and enterprise digital transformation. As a seasoned Program Director with a leading global IT services firm, his deep expertise in managing highly complex, data-intensive IT infrastructures provides a powerful foundation for overseeing our cyber audit and strategic risk management initiatives
Directorship held in other Companies (Excluding foreign Companies)	NIL
Relationship with other Directors and KMP's	NA
Membership /Chairmanship of Committees of other Companies	NIL
Number of Board Meetings attended during the year	NIL
Terms and Conditions of appointment	As per Explanatory Statement
Remuneration proposed	Rs. 10,000 Per Board Meeting and Rs. 5,000 Per Committee Meeting
Remuneration last drawn	NIL
Listed entities in which directorship is held	NIL
Listed entities from which resigned during the preceding three years	NIL
Shareholding, including beneficial ownership	Nil
Other directorships and committee positions	TRINITY PARTNERS PRIVATE LIMITED
Relationships	None
Board attendance	NIL (From April 1 2025 to March 31 2026)