



ASTRA MICROWAVE PRODUCTS LIMITED

Regd. Office: ASTRA Towers, Survey No. 12(P), Kothaguda Post, Kondapur, Hitech City, Hyderabad - 500084, Telangana, INDIA
Tel:+91-40-46618000, 46618001. Fax:+91-40-46618048
Email:mktg@astramwp.com,website:www.astramwp.com
CIN: L29309TG1991PLC013203

August 20, 2025

To
The General Manager
Department of Corporate Relations
BSE Limited
Sir Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai -400 001
Scrip code: 532493

To
The Vice President,
Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex, Bandra
(East), Mumbai 400 051
Scrip code: ASTRAMICRO

Dear Sir/Madam,

Sub: Submission of Notice of 34th Annual General Meeting of the Company.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Notice of 34th Annual General Meeting (AGM) of the Members of the Company scheduled to be held on Wednesday, September 17, 2025 at 3.00 p.m. IST through Video Conference (“VC”) / Other Audio-Visual Means (“OAVM”).

We request you to kindly take the same on record.

Thanking you,

Yours faithfully
For Astra Microwave Products Limited

T.Anjaneyulu
Company Secretary & Compliance Officer

An ISO 9001, ISO 14001, ISO 45001 and ISO 27001 Certified Company

Works:

Unit 1: Plot No. 12, ANRICH Industrial Estate, Bollaram, Medak Dist., Telangana – 502325

Unit 2: Plot No. 56A, ANRICH Industrial Estate, Bollaram, Medak Dist., Telangana - 502325

Unit 3: Sy. No. 1/1, Imarath Kancha, Raviryala (V), Maheshwaram (Mdl) R.R.Dist., Telangana - 500005

Unit 4: Sy. No. 1/1, Plot No. 18 to 21, Imarath Kancha, Hardware Park, Raviryala (V), Maheshwaram (M), R.R.Dist, Telangana – 500005

Unit 7: Sy. No.114/1, Plot No. S-2/9 & 10, E-City, Raviryala & Srinagar (V), Maheshwaram (M), R.R.District, Telangana - 501359

R&D Centre: Plot No. 51(P), Bangalore Aerospace Park, Singanahalli Village, Budigere Post, Bangalore North Taluk, Karnataka - 562149

ASTRA MICROWAVE PRODUCTS LIMITED

(CIN: L29309TG1991PLC013203)

Registered Office: Astra Towers, Survey No: 12(Part), Opp: CII Green Building,
HITECH City, Kondapur, Hyderabad - 500084, Telangana, India.

Tel: 040-46618000, Email: secretarial@astramp.com

website: www.astramp.com

Notice of Annual General Meeting

Notice is hereby given that the **34th Annual General Meeting** ("AGM") of the Members of **Astra Microwave Products Limited** will be held on Wednesday, September 17, 2025 at 3.00 p.m. through electronic mode [video conference ("VC") or other audio visual means ("OAVM")] to transact the following business:

Ordinary Business

1. To receive, consider and adopt:
 - a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of Board of Directors and Auditors thereon.
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of Auditors thereon.
2. To declare final dividend on equity shares for the financial year ended March 31, 2025.
3. To appoint Dr.M.V.Reddy, Director (DIN: 00421401), who retires by rotation as a Director and being eligible, offers himself for re-appointment.
4. To appoint Mr.Suresh Kumar Somani, Director (DIN: 00031096), who retires by rotation as a Director and being eligible, offers himself for re-appointment.

Special Business

5. To ratify the remuneration payable to the Cost Auditor:

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs. 5,00,000 (Rupees Five Lakhs only) excluding applicable tax payable to M/s. Dendukuri & Co, Cost and Management Accountants, Hyderabad, for conducting cost audit of the Company for the financial year 2025-26, as approved by the Board of Directors of the Company, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts and take steps as may be necessary, proper or expedient to give effect to this resolution."

6. To consider the Appointment of Secretarial Auditors:

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, M/s. L.D. Reddy & Co., Practicing Company Secretaries be and is hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive financial years commencing from Financial Year 2025-2026 till Financial Year 2029-2030 at such remuneration as may be determined by the Board of Directors of the Company in consultation with the Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts and take steps as may be necessary, proper or expedient to give effect to this resolution."

7. To approve the continuation of Directorship of Mr. Prakash Anand Chitrakar (DIN: 00003213) who will attain age of Seventy Five (75) years on 24th January, 2026.

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

"RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), other applicable provisions, if any, of the Companies Act, 2013 and the applicable Rules made thereunder, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force, approval of the Members of the Company be



and is hereby granted for continuation of Directorship of Mr. Prakash Anand Chitrakar (DIN: 00003213), to continue to be a Non-Executive Director of the Company, who shall liable to retire by rotation, notwithstanding he is attaining the age of Seventy Five (75) years on 24th January, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts and take steps as may be necessary, proper or expedient to give effect to this resolution."

8. Increase in borrowing powers of the Company in terms of provisions of Section 180(1)(c) of the Companies Act, 2013:

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

"RESOLVED THAT pursuant to Section 180 (1) (c) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under and in modification of all earlier Resolutions passed in this regard, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof) for borrowing Rupee Loans, Working Capital Facility and such other Financial Assistance from time to time, which together with the monies already borrowed by the Company (apart from temporary Loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board of Directors shall not at any time exceed the limit of Rs.2,000 Crores (Rupees Two Thousand Crores Only) over and above the paid up capital of the Company and its free reserves.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take such steps as may be necessary to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary for giving effect to this resolution."

9. Creation Security(ies) in terms of provisions of Section 180(1)(a) of Companies Act, 2013:

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

"RESOLVED THAT pursuant to Section 180 (1) (a) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and in modification of

all earlier Resolutions passed in this regard, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof) to create such charges, mortgages, pledge, hypothecations and lien in addition to the existing charges, mortgages, pledge, hypothecations and lien created by the Company, on such movable and immovable properties, both present and future and in such manner as the Board may deem fit, together with power to take over the management and concern of the Company in certain events in favour of the Banks, Financial Institutions and other Parties to secure Rupee Loans and Working Capital Facilities availed and also proposed to be availed and also to secure other Obligations of the Company, provided that the total amount of loans and other obligations of the Company together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premia on prepayment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said loans and other obligations, shall not, at any time exceed the limit of Rs.2,000 Crores (Rupees Two Thousand Crores Only) over and above the paid up capital of the Company and its free reserves.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to finalise the terms and conditions for creating the aforesaid Mortgage, Charge, Pledge, Hypothecation and Lien and to execute the documents and such other agreements and also to agree to any amendments thereto from time to time as it may think fit for the aforesaid purpose and to do all such acts, deeds, matters and things as may be necessary for giving effect to the above resolution."

10. Adoption of new Memorandum of Association under the Companies Act, 2013 and approval of inserted and modified clauses under clause III(B) – matters necessary for furtherance of the main objects:

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

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the members be and is hereby accorded to alter the existing Memorandum of Association of the Company in order to align the same with the format prescribed under the Companies Act, 2013 and to incorporate the following changes:

Clause II – Registered Office Clause: To be substituted as:

"II. The Registered Office of the Company will be situated in the State of Telangana."

(The Company was incorporated in the undivided State of Andhra Pradesh and, pursuant to the formation of the State of Telangana, now falls under the territorial jurisdiction of Telangana.)

Clause III(A) – Main Objects Clause:

- Heading to be substituted as:

"A. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:"

- Main object clause to be modified to include the words "design" and "development" before "manufacture" to reflect the current and proposed business activities of the Company.

Revised Clause III(A)(1):

"1. To carry on the business of design, development, manufacture, produce, assemble, repair, maintain, import, export, buy, sell or otherwise deal in all kinds of electronic items and components including all kinds of Filters, Power Dividers, Directional Couplers, Amplifiers, Circulators, Isolators, Power Combiners, Antennae, Sources, Voltage Controlled Oscillators, Terminations, Loads etc., systems and subsystems, Very High Frequency (VHF), Ultra High Frequency (UHF) and microwave bands for all kinds of applications."

Clause III(B) – Ancillary Object Clause:

- Heading to be changed to:

"B. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:"

- **Replacement of the existing sub-clauses 6, 14, 19 and 20 with the following sub clauses respectively:**
6. To borrow or raise money by way of loans or otherwise or secure the payment of money by the issue, sale of debentures, debenture stock, bonds, obligations, mortgages and securities of all kinds, either perpetual or terminable and either redeemable or otherwise and to charge or secure the same by trust deed or otherwise on the undertaking of the Company or upon any specific property and rights, present and future of the Company or otherwise, howsoever.
 14. To distribute any of the property or assets of the Company to its members in specie or kind in the event of winding-up.

19. To invest, acquire, amalgamate, demerger, merger or enter into joint venture with any company or body corporate having similar or different business objects whether incorporated in India or outside India.
20. To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public or any other useful institutions, objects or purposes or for any exhibition.
 - **Insertion of the following new sub-clauses after the existing sub clause 26:**
27. To open and operate any type of bank accounts with the Bank and obtain credit facilities with or without securities for its business.
28. To train or pay for training in India or abroad of any Company's employee or officers or any candidate in interest of furtherance of the Company's objects.
29. To receive grants, subsidies, contributions, donations, loans, advances or other moneys or deposits of whatsoever nature from state.
30. To provide for the welfare of employees or ex-employees of the Company and their dependents by building or contributing to the building of houses or dwellings or establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or ex-employees of the Company or the dependents.

Clause III(C) – Other Objects Clause: To be deleted in its entirety in compliance with the Companies Act, 2013.

Clause IV – Liability Clause: To be substituted as:

"IV. The liability of member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them."

RESOLVED FURTHER THAT Mr. S. Gurunatha Reddy (00003828), Managing Director, and/or Mr. T. Anjaneyulu, Company Secretary, be and are hereby authorized to do all such acts, deeds and things as may be necessary for giving effect to this resolution, including filing of requisite forms with the Registrar of Companies and taking necessary actions in this regard."

11. To consider and recommend the adoption of a new set of Articles of Association (AOA) of the company in conformity with the Companies Act, 2013:

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



"RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, and subject to necessary approval (s), if any, from the competent authorities and as approved and recommended by the Board of Directors of the Company, the new set of Articles of Association of the Company as uploaded on the website of the Company, be and is hereby approved and adopted in total exclusion, substitution and supersession of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the draft Articles of Association, as placed before the meeting and initialled by the Chairman for the purpose of identification, be and is hereby approved and adopted as the new Articles of Association of the Company.

RESOLVED FURTHER THAT Mr. S. Gurunatha Reddy (00003828), Managing Director, and/or Mr. T. Anjaneyulu, Company Secretary, be and are hereby authorized to do all such acts, deeds and things as may be necessary for giving effect to this resolution, including filing of requisite forms with the Registrar of Companies and taking necessary actions in this regard."

**By order of the Board
For Astra Microwave Products Limited**

S. Gurunatha Reddy
Managing Director
DIN: 00003828

Place: Hyderabad
Date: August 13, 2025

Registered Office:

Astra Towers, Survey No: 12(P),
Kothaguda Post, Opp. CII Green Building,
HITECH City, Kondapur, Hyderabad -500084, Telangana.
Phone: +91-40-46618000, 46618001 Fax: +91-40-46618048
Email: secretarial@astramp.com, Website: www.astramp.com
CIN: L29309TG1991PLC013203

Notes:

1. The Statement as required under Section 102 of the Companies Act, 2013 ("the Act") is annexed to the Notice.
2. The Ministry of Corporate Affairs, Government of India ("MCA") vide its General Circular No. 09/2024 dated September 19, 2024 and other circulars issued in this respect ("MCA Circulars") allowed, inter-alia, conduct of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility on or before September 30, 2025 in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No.20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In compliance with these Circulars, provisions of the Act and the Listing Regulations, the AGM of the Company is being held through VC/OAVM, without the physical presence of the members at a common venue. The detailed procedure for participating in the Meeting through VC/OAVM Facility is mentioned hereunder. The deemed venue for the AGM shall be the Registered Office of the Company.

The Members are therefore requested not to visit Registered Office to attend the AGM.
3. Since the AGM is being held 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. The route map, Proxy Form as well as the Attendance Slip are therefore, not annexed to this Notice.
4. Members shall have the option to vote electronically ("e-voting") either before the AGM ("remote e-voting") or during the AGM. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard on General Meetings ("SS-2"), Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the facility for remote e-voting and e-voting in respect of the business to be transacted at the AGM is being provided by the Company through Central Depository Services (India) Limited ("CDSL"). Necessary arrangements have been made by the Company with CDSL to facilitate remote e-voting and e-voting during the AGM.
5. The Company has appointed Mr. L. Dhanamjay Reddy, Practicing Company Secretary (Membership No.: ACS -13104) as the scrutinizer for scrutinizing the entire e-voting process i.e. remote e-voting and e-voting during the AGM, to ensure that the process is carried out in a fair and transparent manner.
6. Members are permitted to join the AGM through VC/OAVM, 15 minutes before the scheduled time of commencement of AGM and during the AGM, by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without any restrictions pertaining to joining the AGM on a first come first served basis. Institutional Investors who are Members of the Company, are encouraged to attend and vote at the AGM.
7. The attendance of the Members joining the AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
8. Members attending the AGM through VC / OAVM should note that those who are entitled to vote but have not exercised their right to vote by remote e-voting, may vote during the AGM through e-voting for all businesses specified in the Notice. The Members who have exercised their right to vote by remote e-voting may attend the AGM but cannot vote again.
9. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Member / list of Beneficial Owner maintained by National Securities Depository Limited ("NSDL") and CDSL (NSDL and CDSL collectively referred as "Depositories") as on the cut-off date i.e. Wednesday, September 10, 2025 ("cut-off date").
10. A person, whose name is recorded in the Register of Members / Beneficial Owners list maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting during the AGM.
11. Any person who becomes a Member of the Company after sending of Annual Report and holding shares as on the cut-off date shall also follow the procedure stated herein.

A person who is not a Member as on cut-off date should treat this Notice for information purposes only.



12. Register of Members and Share Transfer Books will remain closed from Thursday, September 11, 2025 to Wednesday, September 17, 2025 (both days inclusive).
13. The dividend of Rs.2.20/- per share has been recommended by the Board of Directors for the year ended March 31, 2025, subject to approval of members. Dividend, if approved at the Annual General Meeting, shall be paid subject to deduction of tax at source as applicable on and from September 29, 2025.
14. Dividend income on equity shares is taxable in the hands of shareholders and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates in accordance with the provisions of the Income Tax Act, 1961 ("IT Act") read with amendments thereof.

The shareholders are requested to update their PAN with the DP (if shares held in electronic form) and Company / RTA (if shares held in physical form). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non deduction of tax at source by e-mail to support@purvashare.com on or before August 28, 2025. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Nonresident shareholders [including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)] can avail beneficial rates under tax treaty between India and their country of tax residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits. For this purpose the shareholder may submit the above documents (PDF / JPG Format) by e-mail to secretarial@astramp.com/support@purvashare.com. The aforesaid declarations and documents need to be submitted by the shareholders on or before August 28, 2025.
15. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote during the AGM.
16. Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialization, which includes easy liquidity since trading is permitted in dematerialized form only, electronic transfer and elimination of any possibility of loss of documents. Any requests for transfer of securities are not permitted unless the securities are held in dematerialized form with a depository. Further, transmission or transposition of securities held in physical form can be effected only in dematerialized form.
17. Members holding shares in dematerialized form are requested to update with their respective Depository

Participants ("DP"), their bank account details (account number, 9 digit MICR and 11 digit IFSC), e-mail address and mobile number. Members holding shares in physical form may communicate details to the Company / Registrar and Transfer Agent viz. Purva Sharegistry (India) Private Limited ("RTA") before Saturday, August, 30, 2025 by quoting the Folio No. and attaching a scanned copy of the cancelled cheque leaf of their bank account and a self-attested scanned copy of the PAN card.

18. Members can avail of the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act.
19. Additional information of Directors seeking re-appointment at the ensuing AGM, as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2), is annexed to the Notice.
20. Pursuant to MCA Circulars and SEBI Circulars, Annual Report for F.Y. 2024-25 and the Notice of 34th Annual General Meeting of the Company are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

Members may note that the Annual Report will also be available on the website of the Company at www.astramp.com, the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Notice is also disseminated on the website of CDSL (agency providing the remote e-voting facility and e-voting during the AGM) at www.evotingindia.com.

For the purpose of receiving the Notice of the AGM and the Annual Report through electronic mode in case the email address is not registered with the respective DPs/ Company / RTA, Members may register the email IDs by sending email to the RTA at through the following link available on its website: <https://www.purvashare.com/contact-us>. Please provide the below mentioned details in the email:

- For Members holding shares in physical form: folio no., name of the shareholder, scanned copy of the share certificate, PAN (self-attested scanned copy of PAN card).
- For Members holding shares in dematerialized form: DP ID & Client ID, name of the shareholder and PAN.

Members who have not yet registered their e-mail addresses are requested to register the same with their DPs in case the shares are held by them in dematerialized form and with Company/ RTA in case the shares are held by them in physical form.

21. All the documents referred in the Notice are available for inspection electronically from the date of dispatch of Notice till Wednesday, September 17, 2025. Members seeking to inspect such documents are requested to write to the Company at secretarial@astramp.com.
22. Investor Grievance Redressal: The Company has designated an e-mail ID i.e. secretarial@astramp.com to enable the investors to register their complaints/send correspondence, if any.
23. Unclaimed Dividends: Pursuant to the provisions of Sections 124 and 125 of the Act read with the Investor

Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends which remain unclaimed / unpaid for a period of 7 years are required to be transferred to Investor Education and Protection Fund.

The Company requests the Members to claim the unclaimed dividends within the prescribed period. The details of the unclaimed dividends are available on the website of the Company at www.astramp.com and Ministry of Corporate Affairs at www.iepf.gov.in. Members can contact the RTA for claiming the unclaimed dividends standing to the credit in their account.

24. Information in respect of such unclaimed dividend when due for transfer to the Investor Education and Protection Fund (IEPF) are given below:

S. No	For the financial year ended	Percentage of Dividend	Date of Declaration	Due date for transfer to the Investor Education and Protection Fund
1.	March 31, 2018	60%	July 30, 2018	September 5, 2025
2.	March 31, 2019	12.5%	August 14, 2019	September 20, 2026
3.	March 31, 2020	60%	September 9, 2020	October 16, 2027
4.	March 31, 2021	60%	August 26, 2021	October 2, 2028
5.	March 31, 2022	70%	August 22, 2022	September 28, 2029
6.	March 31, 2023	80%	August 30, 2023	September 6, 2030
7.	March 31, 2024	100%	August 30, 2024	September 6, 2031

The Shareholders who have not encashed the aforesaid dividends are requested to make their claim to the Registrar, Purva Sharegistry (India) Pvt. Ltd., Shiv Shakti Industrial Estate, Unit No.9, Ground Floor, 7 B J R Boricha Marg, Lower Parel, Mumbai - 400 011 Tele:91-022-23016761, Email: support@purvashare.com.

25. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company at least 7 days before the meeting through e-mail on secretarial@astramp.com. The same will be replied by the Company suitably.
26. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for a long time. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified from time to time.

PROCEDURE FOR E-VOTING, ATTENDING THE AGM AND E-VOTING DURING THE AGM:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of **Individual Shareholders** holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

The e-voting period begins on Saturday, September 13, 2025 from 9:30 a.m. (IST) and ends on Tuesday, September 16, 2025 at 5:00 p.m. (IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Wednesday, September 10, 2025) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and the same will be enabled during the AGM for the Members who have not casted their vote through remote e-voting.



Members who have cast their vote by remote e-voting prior to the AGM may also attend / participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable

e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, 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 in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN, Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
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 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022-4886 7000 and 022-2499 7000



Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

II) Login method for e-Voting and joining virtual meeting for Physical shareholders and shareholders other than individual holding securities in Demat mode.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID.
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Physical Shareholders and other than individual shareholders holding shares in Demat

PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- 7) After entering these details appropriately, click on "SUBMIT" tab.
- 8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN of Astra Microwave Products Limited.
- 11) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- 18) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email to support@purvashare.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

A. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven (7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@astramp.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven (7) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@astramp.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.



9. Only those shareholders, who are present in the AGM through VC/OAVM 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 system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**.
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Name	Contact Details
Company	Astra Microwave Products Limited 'Astra Towers', Survey No:12 (Part), Opp. CII Green Building, Hitech City, Kondapur, Hyderabad- 500084, Telangana, India. E-Mail: secretarial@astramwp.com
Registrar and Transfer Agent	M/s. Purva Sharegistry (India) Pvt. Ltd., Shiv Shakti Industrial Estate, Unit No.9, Ground Floor, 7 B J R Boricha Marg, Lower Parel, Mumbai – 400 011 E-Mail: support@purvashare.com
E-Voting Agency	Central Depository Services [India] Limited E-Mail:- helpdesk.evoting@cdslindia.com
Scrutinizer	Mr. L. Dhanamjay Reddy - Practicing Company Secretary M/s. L.D.Reddy & Co., - Company Secretaries E-Mail:- l.d.reddy@gmail.com

Other instructions:

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast through remote e-Voting) and make, not later than 2 working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.astramp.com. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.
3. The resolutions proposed will be deemed to have been passed on the date of the AGM subject to receipt of the requisite number of votes in favour of the resolutions.

**By order of the Board
For Astra Microwave Products Limited**

S. Gurunatha Reddy
Managing Director
DIN: 00003828

Place: Hyderabad
Date: August 13, 2025

Registered Office:

Astra Towers, Survey No: 12(P),
Kothaguda Post, Opp. CII Green Building,
HITECH City, Kondapur, Hyderabad -500084, Telangana.
Phone: +91-40-46618000, 46618001 Fax: +91-40-46618048
Email: secretarial@astramp.com, Website: www.astramp.com
CIN: L29309TG1991PLC013203



Explanatory Statement Pursuant to Section 102 (1) of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations")

Item No. 5:

Ratification of fixation of remuneration to the Cost Auditors:

At the Board Meeting held on May 22, 2025, after considering the recommendation of the Audit Committee, the Board of Directors have appointed M/s. Dendukuri & Co, as the Cost Auditors of the Company for the year 2025-26 on a remuneration of Rs. 5,00,000 (Rupees Five Lakhs only). Pursuant to the provisions of Section 148 read with the Companies (Audit and Auditors) Rules, 2014, the aforesaid remuneration approved by the Board of Directors is required to be ratified by the members of the Company.

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

The Board recommends the resolution set out at Item No.5 of the Notice for approval by the Members by way of Ordinary Resolution.

Item No. 6:

Appointment of Secretarial Auditors:

Pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), every listed company is required to annex with its Board's Report, a secretarial audit report, issued by a Practicing Company Secretary. For this purpose, the Board of Directors of the Company had appointed M/s. L.D. Reddy & Co., Practicing Company Secretaries as Secretarial Auditors of the Company for the financial year 2024-25 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

SEBI vide its notification dated December 12, 2024, amended the SEBI LODR Regulations. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditors for a period of 5 years in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed Company Secretaries and should not have incurred any of the disqualifications as specified by SEBI.

In light of the aforesaid, the Board of Directors of the Company, pursuant to the recommendations of the Audit Committee, has recommended appointment of M/s. L.D. Reddy & Co., Practicing Company Secretaries as the Secretarial Auditors of the Company for a term of five consecutive financial years commencing from Financial Year 2025-2026 till Financial Year 2029-2030 at such remuneration as may be determined by the Board of Directors of the Company in consultation with the Secretarial Auditors. M/s. L.D. Reddy & Co., Practicing Company Secretaries, Hyderabad, have more than 25 years of experience in Corporate Law practice, Public, Rights issues, Mergers, Demergers, Takeovers and other restructures, representation in IBC matters before NCLT, Conducting AGMs, EGMs, Board Meeting, Secretarial Audits, Due Diligence and well versed with Statutory Compliance under SEBI Regulations, Stock Exchange Listing Agreements, FEMA, RBI, ESI, PF, IBC, Company Law and related acts. Furthermore, in terms of the amended regulations, the firm has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. M/s. L.D. Reddy & Co., Practicing Company Secretaries have confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends the resolution set out at Item No.6 of the Notice for approval by the Members by way of Ordinary Resolution.

Item No. 7:

To approve the continuation of Directorship of Mr. Prakash Anand Chitrakar (DIN: 00003213) who will attain age of Seventy Five (75) years on 24th January, 2026.

In accordance with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred to as the "SEBI Listing Regulations"), with effect from April 1, 2019, no listed company shall appoint or continue the appointment of a non-executive director who has attained the age of seventy-five (75)

years, unless a special resolution is passed. Such a resolution must be accompanied by an explanatory statement in the notice, justifying the proposed appointment or continuation.

Mr. P.A. Chitrakar, a Postgraduate in Engineering, has been associated with the Company as a Promoter Director since 1994. He possesses expert knowledge in the design of a wide range of RF and Microwave components and sub-systems. He has previously held the position of Whole-Time Director, designated as Chief Operating Officer (COO) of the Company.

Mr. P.A. Chitrakar is expected to attain the age of seventy-five (75) years on January 24, 2026. He is in good health and is of sound and alert mind. He is the core R&D contributor for the last 35+ years and handholds critical development projects even today specially in the area of Radars. His guidance is key for timely completion of development works lead by young engineers. The Board puts immense value in his efforts in guiding the R&D teams and hence proposes for continuation on the Board beyond 75 years.

As per the provisions of Regulation 17(1A) of the SEBI Listing Regulations, a special resolution is required to continue his directorship beyond the age of 75. Based on the recommendation of the Nomination and Remuneration Committee, and taking into account Mr. P.A. Chitrakar's seniority, expertise and extensive experience which have significantly benefited the Company the Board of Directors has considered and approved the continuation of Mr. Chitrakar as a Non-Executive Director, liable to retire by rotation.

Pursuant to Regulation 36(3) of the SEBI Listing Regulations and in compliance with Secretarial Standard 2 on General Meetings, detailed information regarding the appointment or reappointment of directors is provided as an annexure to this notice. Additionally, the Company has received a written notice from a member under Section 160 of the Companies Act, 2013, proposing Mr. P.A. Chitrakar (DIN: 00003213) for the position of Non-Executive Director.

Mr. Chitrakar is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013, and has provided his consent to act as a director of the Company.

In the opinion of the Nomination and Remuneration Committee and the Board of Directors, the appointment of Mr. Chitrakar to the Board will be beneficial to the overall functioning of the Company, considering his long-standing association and technical expertise in the design of microwave components.

Mr.P.A.Chitrakar and his relative(s) are interested in the resolutions set out respectively at item no. 7 of the notice with regard to his appointment. None of the other directors and key managerial personnel or their relatives are interested financially or otherwise in the resolution as set out in item no. 7 of this notice.

The Board recommends the resolution set out at Item No.7 of the Notice for approval by the Members by way of a Special Resolution.

Item No. 8:

Increase in borrowing powers of the Company in terms of provisions of Section 180(1)(c) of the Companies Act, 2013:

The members of the Company have granted their approval through a Special Resolution in terms of the provisions of Section 180(1)(c) of the Companies Act, 2013 at the 23rd Annual General Meeting held on July 31, 2014 to the Board of Directors to borrow from time to time, such amounts as they may deem necessary for the purpose of business of the Company for an amount not exceeding Rs.1,000 Crores (Rupees One Thousand Crores Only) in excess of the aggregate of the paid up capital and free reserves (other than temporary loans obtained from the company's bankers in the ordinary course of business).

In terms of provisions of Section 180 (1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the members of the Company in a general meeting, by means of a Special Resolution, borrow money(ies) where the money to be borrowed, together with the money already borrowed (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), in excess of the aggregate of the paid-up capital, free reserves and securities premium.

The Company, for its day-to-day operations and also for executing long term projects, proposes to avail loan from Banks, Financial institutions and other entities from time to time, the amount of borrowing may exceed the existing borrowing limit of Rs.1,000 Crores (Rupees One Thousand Crores Only) in excess of the aggregate of the paid up capital and free reserves. Borrowings are expected to go up largely for meeting the working capital requirements and that too for Non-fund based limits like Bank Guarantees and Corporate Guarantees to the Joint Venture / Subsidiary Companies. As the company graduates into delivery of systems for end user, there is requirements for an increase in Non-fund based limits like Bank Guarantees. These guarantee limits are required for extending Guarantees for availing advance payments, performance warranty, Earnest Money Deposits (EMDs), Corporate Integrity commitments, free issue of materials etc., Out of total borrowings limits proposed at least 70% of it, is for non-fund based working capital limits.

However, the Corporate Guarantee for the joint venture company, Astra Rafael Comsys Private Limited, shall be capped at Rs.150 Crores, as approved by the Members at the 33rd Annual General Meeting held on August 30, 2024, and will not be subject to any further enhancement as of now.



Considering the increased fund requirements in view of the increased order book both for the company and its joint ventures / subsidiaries, the approval of the Members for the Item No.8 of the notice is being sought by means of a Special Resolution, for borrowing up to Rs. 2,000 Crores (Rupees Two Thousand Crores Only) over and above the paid up capital of the Company and its free reserves.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board recommends the resolution set out at Item No.8 of the Notice for approval by the Members by way of a Special Resolution.

Item No. 9:

Creation Security(ies) in terms of provisions of Section 180(1)(a) of Companies Act, 2013:

The members of the Company have granted their approval through a Special Resolution in terms of the provisions of Section 180(1)(a) of the Companies Act, 2013 at 23rd Annual General Meeting held on July 31, 2014 to the Board of Directors to create mortgage or charge or pledge or hypothecation / lien on the assets of the Company for an amount not exceeding Rs. 1000 crores (Rupees One thousand crores only) in excess of the aggregate of the Company's paid up capital and free reserves.

The Company has availed and proposes to avail Term Loans and Working Capital facilities (including non fund based limits like Bank Guarantees) from Financial Institutions and Banks and the Company has also given and proposes to give Corporate Guarantees and take up other obligations on behalf of other companies and the financial assistance and Corporate Guarantees are to be secured by way of mortgage / charge / pledge / hypothecation / lien of the Movable and Immovable Assets of the Company.

As the mortgage / charge / pledge / hypothecation / lien by the Company of its Assets as aforesaid in favour of the Banks and Financial institutions may be regarded as disposal of the Company's properties/undertaking in certain events of default, it is necessary for the members to pass a Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of said mortgage / charge / pledge / hypothecation / lien.

The borrowing by the Company up to Rs.2,000 Crores (Rupees Two Thousand Crores Only) over and above the paid up capital of the Company and its free reserves may be required to be secured by way of charge / hypothecation / mortgage / pledge / lien over all or any part of the movable and /or immovable assets of the Company and as per the provisions of Section 180 (1)(a) of the Companies Act, 2013, the mortgage or charge or lien on all or any part of the movable and/or immovable assets

of the Company, may be deemed as disposal of the whole or substantially the whole of the undertaking of the Company and hence the approval of the Members of the Company is required by way of a Special Resolution as set out in Item No. 9 of this notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

The Board recommends the resolution set out at Item No.9 of the Notice for approval by the Members by way of a Special Resolution.

Item No. 10:

Adoption of new Memorandum of Association under the Companies Act, 2013 and approval of inserted and modified clauses under clause III(B) – matters necessary for furtherance of the main objects:

The existing Memorandum of Association of the Company was framed under the Companies Act, 1956 and needs to be updated in accordance with the provisions of the Companies Act, 2013. Accordingly, the Company proposes to adopt a revised Memorandum of Association in the format prescribed under Table A of Schedule I to the Companies Act, 2013, incorporating the amendments as proposed in the resolution set out in Item No. 10 set out in the notice convening the 34th Annual General Meeting.

The Board of Directors has approved the proposed adoption of the revised Memorandum of Association at its meeting held on August 13, 2025 and now seeks the members' approval by way of a Special Resolution.

The existing MOA of the Company and the draft of the new MOA proposed to be substituted in the place of the existing MOA are available on the Company's website at www.astramp.com for perusal by the members. The same will be available for inspection at the Registered Office of the Company at any working day during business hours till the date of 34th Annual General Meeting.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 10 of the Notice.

The Board recommends the resolution set out at Item No.10 of the Notice for approval by the Members by way of a Special Resolution.

Item No. 11:

The existing Articles of Association ("AOA") were adopted by the Company at the time of its incorporation and are based on the provisions of the erstwhile Companies Act, 1956. Subsequently,

some of the clauses were amended / inserted, from time to time, to cater to specific requirements. Consequent to the enactment of the Companies Act, 2013 (the Act), the regulatory provisions have undergone comprehensive changes which have necessitated several amendments in AOA of the Company including deletion of certain redundant Articles.

Accordingly, the Board of Directors of the Company (the "Board") at their meeting held on August 13, 2025, recommended for approval of the Members for adoption of new AOA in substitution of existing AOA to make it consistent and align it with the provisions of the Companies Act, 2013 and the Rules made thereunder. The existing AOA of the Company and the draft of the new AOA proposed to be substituted in the place of the existing AOA are available on the Company's website at www.astramp.com for perusal by the members. The same

will be available for inspection at the Registered Office of the Company at any working day during business hours till the date of 34th Annual General Meeting.

The new Articles of Association to be substituted in place of the existing Articles of Association are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 11 of the Notice.

The Board recommends the resolution set out at Item No.11 of the Notice for approval by the Members by way of a Special Resolution.

**By order of the Board
For Astra Microwave Products Limited**

S. Gurunatha Reddy
Managing Director
DIN: 00003828

Place: Hyderabad
Date: August 13, 2025

Registered Office:

Astra Towers, Survey No: 12(P),
Kothaguda Post, Opp. CII Green Building,
HITECH City, Kondapur, Hyderabad -500084, Telangana.
Phone: +91-40-46618000, 46618001 Fax: +91-40-46618048
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CIN: L29309TG1991PLC013203



Annexure to the Notice dated August 13, 2025

Details of Directors seeking appointment/re-appointment at the ensuing Annual General Meeting on September 17, 2025

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

S. No.	Particulars	Name of the Director	
		Dr. M.V. Reddy	Mr. Suresh Kumar Somani
1	DIN Nationality	00421401 Indian	00031096 Indian
2	Date of birth and Age	01 st May, 1967 58 years	19 th May, 1963 62 Years
3	Qualification	B.E.(Electronics), MBA	B.Com
4	Experience and expertise in specific functional areas	More than 30 years of experience in handling Marketing and Business operations in the domain of Defense, Space and Telecom segment in India and Overseas Market.	Mr. Suresh Kumar Somani, is a businessman, investor and philanthropist with a substantial experience of over 40 years in equity markets. Driven by passion and versatility, he motivates, trains, and coaches the members of Ratnabali Group to drive progress and reach the Company's milestones. A high-energy individual who is passionate about making a difference in the society, he is committed towards building, guiding, and uplifting 'India Autism Centre' - an inclusive community for those under the spectrum of Autism.
5	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Dr. M. V. Reddy is not related to any Director or Key Managerial Personnel of the Company.	Mr. Suresh Kumar Somani is not related to any Director or Key Managerial Personnel of the Company.
6	Nature of appointment (appointment/ re-appointment)	Re-appointment	Re-appointment
7	Terms and conditions of appointment/re-appointment	As approved by the Members through Postal Ballot on February 14, 2023.	Non-executive Director liable to retire by rotation
8	Remuneration last drawn by such person, if applicable and remuneration sought to be paid	During the financial year 2024-25, an aggregate amount of Rs.280.19 lakhs was paid towards Salary, Performance Bonus, Allowances, Perquisites and Other Statutory Payment.	Nil
9	Date of first appointment on the Board	29 th April, 2013	22 nd September, 2023

S. No.	Particulars	Name of the Director	
		Dr. M.V. Reddy	Mr. Suresh Kumar Somani
10	No. of shares held in the Company	63,570 Equity Shares	<p>He directly holds Nil shares in the company. He is the director of Ratnabali Investment Private Limited which holds 59,82,063 shares amounting to 6.30% in share capital of the Company and Persons Acting in Concert (Adventz Finance Private Limited - 2.90%, Texmaco Infrastructure & Holdings Ltd - 2.27%, Mr.Ravindra Chamaria - 0.01%, and Janpad Textiles Private Limited - 0.10%) holds 50,12,255 shares amounting to 5.28% in share capital of the Company.</p> <p>Mr. Suresh Kumar Somani owns 2,89,351 warrants, while his associated entities—the Kalpesh Suresh Somani Family Benefit Trust, which holds 2,31,481 warrants and Ratnabali Equity Private Limited, which holds 2,89,351 warrants.</p>
11	The number of Meetings of the Board attended during the year	9 out of 9	8 out of 9
12	Chairman/Member of the Committees of the Board of Directors of the Company	<ol style="list-style-type: none"> 1. Stakeholder Relationship Committee 2. Risk Management Committee 3. Corporate Social Responsibility Committee 	Audit Committee Member (with effect from 27 th June, 2025)
13	Directorship details of listed Companies	None	Bhagiradha Chemicals and Industries Limited.



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Details of Directors seeking appointment/re-appointment at the ensuing Annual General Meeting on September 17, 2025

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

S. No.	Particulars	Name of the Director
		Mr. P. A. Chitrakar
1	DIN	00003213
	Nationality	Indian
2	Date of birth and Age	24 th January, 1951 & 74 Years 7 months
3	Qualification	M. Tech (Advanced Electronics)
4	Experience and expertise in specific functional areas	He has an expert knowledge in the design aspects of wide range of Microwave components.
5	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Mr. P. A. Chitrakar is not related to any Directors, Manager and other Key Managerial Personnel of the company.
6	Nature of appointment (appointment/ re-appointment)	Re-appointment
7	Terms and conditions of appointment/re- appointment	Non-executive Director liable to retire by rotation
8	Remuneration last drawn by such person, if applicable and remuneration sought to be paid	Rs.41.35 lakhs
9	Date of first appointment on the Board	1 st September, 1994
10	No. of shares held in the Company	32,40,830 Equity Shares
11	The number of Meetings of the Board attended during the year	9 out of 9
12	Chairman/Member of the Committees of the Board of Directors of the Company	Nomination & Remuneration Committee
13	Directorship details of listed Companies	None

By order of the Board
For Astra Microwave Products Limited

S. Gurunatha Reddy
Managing Director
DIN: 00003828

Place: Hyderabad
Date: August 13, 2025

Registered Office:

Astra Towers, Survey No: 12(P),
Kothaguda Post, Opp. CII Green Building,
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