NOTICE TO SHAREHOLDERS

NOTICE is hereby given that 21st Annual General Meeting of the Company will be held on Wednesday, 30th day of September, 2026 at 10.30 a.m. at registered office of the company situated at Village Nandpur, Lodhimajra Road, Baddi Distt Solan, H.P - 174101 to transact the following businesses:

Ordinary Business:

1. **Adoption of Financial Statements**

"To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the year ended March 31, 2026 including the Audited Balance Sheet as at March 31, 2026, and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon."

2. **To appoint a director in place of Mr. Ajay Mahipal (DIN: 06949940), who retires by rotation and being eligible for, offers himself for re-appointment.**

3. **To appoint a director in place of Mr. Ashutosh Shukla (DIN: 09461568), who retires by rotation and being eligible, offers himself for re-appointment.**

4. **To re-appoint the Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of Twenty Third Annual General Meeting and to fix their remuneration:**

To consider and if thought fit to pass with or without modification the following resolution as Ordinary Resolution:

"**RESOLVED THAT** pursuant to Sections 139, 141,142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors M/s Khurana Sharma & Co., (FRN- 010920N), Chartered Accountant be and is hereby re-appointed as the Statutory Auditors of the Company commencing from the conclusion of this Annual General Meeting till the conclusion of Twenty Third Annual General Meeting at a remuneration of Rs 4,20,000 p.a. in addition to the re-imbursement of applicable taxes and actual out of pocket and travelling expenses etc. incurred in connection with the audit as recommended by the Audit Committee and/or Board of Directors of the Company further subject to the approval of shareholders of the company."

"**RESOLVED FURTHER THAT** Mr. Rahul Batra, (DIN:02229234) Chairman cum Managing Director and/or Mr. Varun Batra, (DIN: 02148383) Joint Managing Director of the Company be and are hereby severally authorized to file necessary forms/returns with Registrar of Companies and to take such actions as may be necessary in this regard."

Special Business:

5. **To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2026-27 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013.**

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.1,25,000/-(Rupees One Lac twenty five thousand Only)with reimbursement of conveyance expenses at actual and GST as applicable payable to M/s Charu Jindal & Co, Cost Accountants, bearing Firm Registration Number 103508, for conducting cost audit of the Company for the financial year 2026-27, as approved by the Board of Directors of the Company, be and is hereby ratified."

"**RESOLVED FURTHER THAT** Mr. Rahul Batra, (DIN:02229234) Chairman cum Managing Director and/or Mr. Varun Batra, (DIN: 02148383) Joint Managing Director of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable for the purpose of giving effect to this resolution."

6. **Re-appointment of Mr. Ashutosh Shukla (DIN No. 09461568), as Whole time Director of the company w.e.f 20th January 2027 till 19th January 2032 and to revise the remuneration payable to Mr. Ashutosh Shukla.**

To consider and if thought fit to pass with or without modification the following resolution as Special Resolution:-

"**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of sections 196, 197, 198, 203 and all other applicable provisions, if any, read with the schedule V of the Companies Act, 2013 and pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force and any subsequent amendment / modification in the Rules, Act and/or applicable laws in this regard, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Ashutosh Shukla (DIN: 09461568), as Whole-time director of the company with effect from 20th January, 2027 upto period of ended 19th January 2032 on the terms and conditions including remuneration as mentioned below:-

a) Remuneration: Rs 3,94,419 per month plus Diwali Bonus

b) Incentive shall be paid additionally not exceeding the gross salary

c) Perquisites:

The Following perquisite shall not be included in the computation of the ceiling on remuneration:

i) Contribution to provident fund, superannuation fund or annuity fund to the extent these either single or put together are not taxable under Income Tax Act, 1961.

ii) Gratuity payable at the rate not exceeding half a month salary for each completed year of service.

iii) Encashment of leave at the end of tenure.

"**RESOLVED FURTHER THAT** Mr. Ashutosh Shukla (DIN:09461568) will also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by her in connection with the company's business and such other benefits and other privileges, as any from time to time be available to other senior executives of the company."

"**RESOLVED FURTHER THAT** subject to approval of shareholders, Board of the Directors are authorized to revised the remuneration (basic salary, allowances, perquisities, etc) from time to time by giving suitable increment / decrement after review of his performance each year, subject to the condition that total monthly remuneration not to exceed Rs. 10 lacs in any case."

"**RESOLVED FURTHER THAT** In case of absence or inadequacy of profits in any financial year, remuneration as mentioned above shall be paid to Mr. Ashutosh Shukla Chopra which may exceed the limits prescribed under Schedule V of Companies Act, 2013."

Dated: 03.09.2026
Place: Panchkula

By Order of the Board of Directors
sd/-
Rahul Batra
Chairman & Managing Director
(DIN:02229234)

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAT 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.**

2. **A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**

3. Pursuant to the provisions of SEBI (LODR) Regulations, 2015 and section 91 of the Companies Act, 2013, Register of Members and Shares Transfer Books of the Company will remain closed from **Thursday, 24th September, 2026 to Wednesday, 30thSeptember, 2026. (both days inclusive).**

4. Members intending to require information about accounts at the meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.

5. Shareholders holding shares in dematerialized form should communicate the change of address, if any, to their Depositary Participant and other who hold shares in physical form should communicate the change of address, to the Registrar and Share Transfer Agent of the Company at the following address:
   MUFG Intime India Pvt Limited.
   C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai–400083.

6. Members/Proxies should bring their attendance slip duly filed in for attending the meeting.

7. The Notice of the **21st AGM** along with the attendance slip and proxy form are being sent by electronic mode to all the members whose email addresses are registered with Company/ Depository Participant(s) unless a member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by the permitted mode.

8. In terms of provisions of Section 107 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 since the Company is voluntary providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM. The facility for ballot / polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot / polling paper. The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e-voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.

9. The cut-off date for remote E-Voting/ Poll Paper is **Wednesday, 23rd September, 2026**.

10. Members may also note that the notice of the Annual General Meeting and the Annual Report will also be available on the Company's website for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at Village Nandpur, Lodhimajra Road, Baddi, Distt Solan, H.P. 174101, for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same by post free of cost.

11. All the statutory registers under Companies Act, 2013 will remain open for inspection by the members during the AGM.

12. CS Dinesh Bhandari, FCS 5887 Practicing Company Secretary appointed as a scrutinizer to scrutinize the remote E-voting and voting through Ballot Form during the AGM to be carried out in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.

13. An Explanatory Statement pursuant to Section 102 of the Act in respect of **Item nos. 4 to 7** of the Notice set out above is annexed hereto.

14. A route map giving directions to reach the venue of the 21st Annual General Meeting is enclosed for the convenience of the members.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:-

The remote e-voting period begins on Saturday**, 26th September, 2026 at 09:00 A.M.** and ends on Tuesday**, 29th September, 2026 at 05:00 P.M.** During this period, Members holding shares as on Wednesday**, 23rd September, 2026** i.e. cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by MUFGtime for voting thereafter. Members have the option to cast their vote on any of the resolutions using the remote e-Voting facility either during the period commences Saturday**, 26th September, 2026 at 09:00 A.M.** and ends on Tuesday**, 29th September, 2026** or Voting through poll paper during the AGM. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

1.REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

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/IdeasDirectReg.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
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:
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.
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.

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

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.

User ID: Enter your User ID
Password: Enter your Password
Enter Image Verification (CAPTCHA) Code
Click “Submit”

Cast your vote electronically:

After successful login, you will be able to see the "Notification for e-voting".
Select 'View' icon.
E-voting page will appear.
Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
After selecting the desired option i.e. Favour / Against, click on 'Submit'.
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

Visit URL: https://instavote.linkintime.co.in
Click on **"Sign Up"** under "Custodian / Corporate Body/ Mutual Fund"
Fill up your entity details and submit the form.
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.
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

Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
Click on **"Investor Mapping"** tab under the Menu Section
Map the Investor with the following details:

'Investor ID' –
NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID *i.e., IN00000012345678*
CDSL demat account – User ID is 16 Digit Beneficiary ID.
'Investor's Name - Enter Investor's Name as updated with DP.
'Investor PAN' - Enter your 10-digit PAN.
'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.*

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

Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
Click on **"Votes Entry"** tab under the Menu section.
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".
Enter **"16-digit Demat Account No."** for which you want to cast vote.
Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
After selecting the desired option i.e. Favour / Against, click on 'Submit'.
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

Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
After successful login, you will be able to see the "Notification for e-voting".
Select **"View"** icon for **"Company's Name / Event number".**
E-voting page will appear.
Download sample vote file from **"Download Sample Vote File"** tab.
Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under **"Upload Vote File"** option.
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.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

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

Login type	helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending 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".

Team InstaVote

MUFG Intime India Private Limited

Formerly Link Intime India Private Limited

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES MENTIONED IN THE NOTICE OF 21ST ANNUAL GENERAL MEETING.

ITEM NO.4

M/s Khurana Sharma & Co., Chartered Accountants (ICAI Firm Registration No. 010920N), were appointed as the Statutory Auditors of the Company for a term of two consecutive years commencing from the conclusion of the 19th Annual General Meeting ("AGM") until the conclusion of this i.e. 21st AGM of the Company.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, an audit firm may be re-appointed for a second term of five consecutive years, subject to the approval of the Members.

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on 3rd September, 2026, has approved the re-appointment of M/s Khurana Sharma & Co., Chartered Accountants (FRN: 010920N), as the Statutory Auditors of the Company for a second term of two consecutive years, to hold office from the conclusion of the 21st Annual General Meeting until the conclusion of the 23rd Annual General Meeting of the Company, at a remuneration of Rs 4,20,000 p.a. with reimbursement of conveyance expenses at actual or out of pocket expenses and GST as applicable as approved by the Board of Directors in their meeting held on 3rd September, 2026 in consultation with the Audit Committee and the Statutory Auditors further subject to the approval of the shareholders of the company.

The Company has received the written consent and certificate confirming their eligibility in accordance with Sections 139 and 141 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, to the effect that their re-appointment, if made, would be in accordance with the applicable provisions of the Companies Act, 2013. The auditors have also confirmed that they are not disqualified from being re-appointed as the Statutory Auditors of the Company.

The Board of Directors, in consultation with the Audit Committee, shall be authorized to fix and revise the remuneration payable to the Statutory Auditors and alter the terms and conditions of their re-appointment, as may be mutually agreed upon.

Considering the professional competence, experience, expertise and satisfactory performance of M/s Khurana Sharma & Co., Chartered Accountants during their existing tenure, and based on the recommendation of the Audit Committee, the Board of Directors recommends their re-appointment as the Statutory Auditors of the Company for a second consecutive term of two years.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Brief profile of M/s Khurana Sharma & Co :- clause 5A of paragraph A of Part A of Schedule III

The Firm M/s Khurana Sharma and Co., (FRN- 010920N), was formed in the year 1990 by Mr. Rajiv Khurana. The Firm has a roll dedicated team of two partners (Chartered Accountants), One Qualified Associate, four audit Assistant and eight Articles to render specialized advice to various clients.
Mr. Rajiv Khurana qualified as a Chartered Accountant in 1991. He formed a reputed firm of long standing with a special experience in Statutory Audit, Internal Audit, and Practicing in Income Tax, Tax Audit and other related work.

ITEM NO.5

The Board, on the recommendation of the Audit Committee, has approved in its meeting held on **03.09.2026**, the appointment of **M/s Charu Jindal & Co, Cost Accountants** bearing Firm Registration Number **103508**, at a remuneration of **Rs.1,25,000/- (Rupees One Lac twenty five thousand only)** with reimbursement of conveyance expenses at actual and GST as applicable to conduct the Cost Audit of the Company for the financial year 2026-27. In accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit & Auditor Rules), 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution for your approval.

ITEM NO.6

Mr. Ashutosh Shukla (DIN: 09461568), Whole-time Director of the company aged 48 years, is having 25 years of pharma experience and working with Beta Drugs Limited from last 7 years. He did his Executive MBA from Symbiosis Institute of Business Management.

He is presently director in 1 company.

He is presently holding Nil Equity Shares in the Company.
He is neither Chairman nor member of committee in the company and in any other company.

As per the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 3rd September, 2026 and subject to the approval of Members at this Annual General Meeting and considering the increased activities, responsibilities and contribution of Mr. Ashutosh Shukla in development and growth of the Company, consent of the Members was hereby sought for the re-appointment of Mr. Ashutosh Shukla (DIN: 09461568) as the Whole-time Director of the company for further period of 5 years **w.e.f. 20th January 2027 to 19th January 2032** on the terms and conditions as set out in this item of the Notice.

Mr. Ashutosh Shukla satisfies all the conditions set out in Part-I of Schedule V to the Companies Act, 2013 (including any amendments thereto) as also the conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013 for being eligible for re-appointment. Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure-2 to the Explanatory Statement. Accordingly, consent of the Members is sought for passing ***Special Resolution*** as set out in this item of the Notice for re-appointment of Mr Ashutosh Shukla as Whole-time Director of the Company w.e.f 20th January 2027 to 19th January 2032. Mr Ashutosh Shukla, Whole-time Director of the Company may be considered to be concerned or interested in the said resolution it relates to her own re-appointment.

Further consent of the Members is also sought to increase the remuneration of Mr. Ashutosh Shukla from Rs. 3,79,419 p.m. to Rs 3,94,419 p.m. plus Diwali bonus and Incentive shall be paid additionally not exceeding the gross salary upto his present tenure i.e. 19th January, 2027 pursuant to provisions of Section 196, 197 & 203 read with Schedule V of Companies Act, 2013 and other applicable provisions of Companies Act, 2013, if any.

In case of absence or inadequacy of profits in any financial year, remuneration payable to Mr. Ashutosh Shukla (DIN: 09461568), may exceed the minimum limits prescribed under Schedule V of Companies Act, 2013.

Statement of information pursuant to Section II of Part II of Schedule V of the Companies Act, 2013 is given in **Annexure 1** & the details required under regulation 36 of SEBI(LODR) regulations is given in **Annexure 2**.

None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution set forth in Item no.6 for the approval of the members as Special resolution.

Dated: 03.09.2026
Place: Panchkula

By Order of the Board of Directors
sd/-
Rahul Batra
Chairman & Managing Director
(DIN:02229234)

Annexure-1

Statement of information pursuant to Section II of Part II of Schedule V of the Companies Act, 2013

I. General Information:

1	Nature of Industry The company is in the business of manufacturing of Oncology Medicines.	The company is in the business of manufacturing of Oncology Medicines.
2	Date or expected date of commencement of commercial production	2005
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A
4	Financial performance based on given indicators	The company's total revenue during the fiscal year 2025-26 was Rs 23,657.28 as compared with 22,639.12 during the fiscal year 2024-25. Its net profit was Rs 1,433.45 lakh during the fiscal year 2025-26 as compared with net profit of Rs 1,543.21 lakh during the fiscal year 2024-25
5	Foreign investments or collaborations, if any.	NIL

II. Information about Directors:

	Name of Directors	
Sr. No.		**Ashutosh Shukla**
1.	Background Details	Ashutosh Shukla (DIN: 09461568) aged 48 years is the Whole time Director of our Company. He holds a degree in Executive MBA from Symbiosis Institute of Business Management.
2.	Past Remuneration	Rs 3,79,419 p.m. till 31.03.2026 + Diwali Bonus Rs 45,000
3.	Recognition or Awards	NIL
4.	Job profile and his suitability	He is having 25 years of pharma experience and working with Beta Drugs Limited from last 7 years. He is a strategic thinker and strong team player.
5.	Remuneration proposed	Rs 3,94,419 p.m. w.e.f 01.04.2026 + Diwali Bonus
6.	Comparative Remuneration profile with respect to Industry, size of the Company, profile of the position and the person (in case of expatriates the relevant details would be with respect to the country of his origin	The remuneration package is competitive and is at par with the packages offered in the industry of this size.
7.	Pecuniary Relationship directly or indirectly with the Company or relationship with the managerial Personnel, if any	N.A.

III. Other Information:

1.	Reasons of loss or inadequate profits	The Profits are considered inadequate because the remuneration exceeds the ceiling prescribed for managerial Remuneration under Section I of Part II of Schedule V to the Companies Act, 2013.
2.	Steps taken or proposed to be taken for improvement	The Company continues to earn profit and hence there are no specific steps required to take and proposed to be taken for improvement.
3.	Expected increase in productivity and profits in measurable terms	Both revenues and net profit during the current fiscal is expected to increase as compared with the same period a year ago.

Annexure-2

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING UNDER REGULATION 36 OF SEBI(LODR) REGULATIONS:-

Name of Director	Mr. Ajay Mahipal	Mr. Ashutosh Shukla
Director Identification Number	06949940	09461568
Date of Birth	06/09/1981	07/09/1977
Educational Qualification	Graduate from SRCC, a Chartered Accountant and MBA from Indian Institute of Management	Executive MBA from Symbiosis Institute of Business Management
Experience	22 years	25 Years
Details of remuneration to be paid, if any	NIL (Only sitting fee will be paid)	Rs 3,94,419 p.m.
Date of first appointment to the Board	27/11/2024	20/01/2022
No. of Share held by Directors in the Company	NIL	-
Relationship with other Directors / KMPs	N.A.	N.A.
No. of Board meetings attended during the year	6	16
Profile	Mr. Ajay Mahipal is a Partner at HealthQuad, India's largest healthcare transformation fund set up to nurture innovative models which radically improve healthcare access and affordability by leveraging technology. He leads the team at HealthQuad across fund raising, investments, portfolio management and exits. Ajay has been an active & eminent speaker across multiple Global Healthcare conferences and author to several healthcare publications. Ajay has over 2 decades of experience across Investment Management (Venture Capital, Private Equity), Corporate Strategy & Planning, Corporate Finance & Investment Banking. He is serving on Board and is a mentor to several marquee companies. He led India's first dedicated early stage Healthtech Fund, CURRAE Healthtech Fund. He chaired the Board of Directors for JV between Amazon & Patni Group. His experience ranges across Patni Family Office, E&Y, American Express, Elara Capital & Pepsi. He has won several awards including "40 under 40 Award" for best Alternate Investment Professionals.	Ashutosh Shukla, (DIN: 09461568) is the Whole time Director of our Company. He is having more than 25 years of experience of sales & marketing in top pharmaceutical companies. He did his Executive MBA from Symbiosis Institute of Business Management. He is a strategic thinker, strong team player and a business leader with a successful track record
Expertise in specific Functional areas	Fund raising, investments, portfolio management and exits	Managing Sales and Marketing
Directorship in other listed/unlisted Companies	1.Impact Guru Technology Ventures Private Limited 2.Aayuv Technologies Private Limited 3.Health Arx Technologies Private Limited 4. Beato Health Sciences Private Limited	NIL
Chairman/ Member of Committees of the Board of other listed/unlisted Companies in which he is a Director	NIL	NIL
listed entities from which the person has resigned in the past three years	N.A.	N.A.
Relationship, if any, with the other members of the Board	N.A.	N.A.
Terms and Conditions of appointment and remuneration sought and remuneration last and justification	Appointed as additional director and further as Director (Non-Executive) in Board Meeting held on 27th November, 2024 subject to the approval of the shareholders of the company. No remuneration is proposed to be paid except sitting fees for attending the meetings of the Board and / or committees, if any within the limits prescribed by the Companies Act, 2013.	Appointed for 5 years w.e.f. 20th January 2027 upto period ended 19th January, 2032 @ remuneration of Rs 3,94,419 p.m. Last remuneration Rs 3,79,419 p.m.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Expertise in Fund raising, investments, portfolio management and exits	NA