ABHEY OSWAL GROUP

OSWAL GREENTECH LIMITED

September 04, 2026

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Scrip Code: 539290

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
Block G, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051.
Trading Symbol: OSWALGREEN

Sub: Intimation of 44th Annual General Meeting - SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir/Ma'am,

This is to inform you that 44th Annual General Meeting of shareholders of the Company will be held on Tuesday, 29th September, 2026 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the business as per the Notice to be sent to the shareholders.

This is for your information and record please

Thanking you,
FOR OSWAL GREENTECH LIMITED

HARSHENDRA MANDLOI
Digitally signed by HARSHENDRA MANDLOI
Date: 2026.09.04 16:37:22 +05'30'

HARSHENDRA MANDLOI
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: Notice of AGM

OSWAL GREENTECH LIMITED

Corporate Identification No. (CIN) – L24112PB1981PLC031099
Registered Office: Near Jain Colony, Vijay Inder Nagar, Daba Road, Ludhiana – 141003 (Punjab)
Corporate Office: 7th Floor, Antriksh Bhawan, 22, Kasturba Gandhi Marg, New Delhi – 110001
Phone: +91-161-5002238; +91-11-23715242 I Fax: +91-11-23716276
Website: www.oswalgreens.com I E-mail: oswal@oswalgreens.com

NOTICE

NOTICE is hereby given that the **44th Annual General Meeting ('AGM')** of the Members of **Oswal Greentech Limited** will be held on Tuesday, 29th September, 2026 at 12:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), for which purpose the Registered Office of the Company situated at Near Jain Colony, Vijay Inder Nagar, Daba Road, Ludhiana – 141003 (Punjab) shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business:

ORDINARY BUSINESS:

1. **Adoption of Audited Standalone Financial Statements for the financial year ended 31st March, 2026**

   To receive, consider and adopt the audited standalone Ind AS financial statements of the Company for the financial year ended 31st March, 2026, and the reports of the Board of Directors and Auditors thereon, and in this regard, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** the audited standalone Ind AS financial statements of the Company for the financial year ended 31st March, 2026, together with the reports of the Board of Directors and the Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. **Re-appointment of Mr. Shael Oswal (DIN: 00256956), who retires by rotation**

   To appoint a director in place of Mr. Shael Oswal (DIN: 00256956), who retires by rotation and, being eligible, seeks re-appointment, and in this regard, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Shael Oswal (DIN: 00256956), who retires by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **Appointment of M/s. BGMG & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill the casual vacancy**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee, the appointment of **M/s. BGMG & Associates, Chartered Accountants** (Firm Registration No. 025265N), as the Statutory Auditors of the Company, made by the Board of Directors at its meeting held on 24th August, 2026 to fill the casual vacancy caused by the resignation of M/s. Mehta Chokshi & Shah LLP, Chartered Accountants, Mumbai (Firm Registration No. 106201W/W100598), the erstwhile Statutory Auditors of the Company, be and is hereby approved and confirmed by the Members of the Company, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit, as may be determined and recommended by the Audit Committee in consultation with the Statutory Auditors and approved by the Board of Directors of the Company, and that M/s. BGMG & Associates shall hold office as the Statutory Auditors of the Company until the conclusion of this 44th Annual General Meeting.

   RESOLVED FURTHER THAT the Board of Directors of the Company and/or any Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient in connection with or incidental to giving effect to the aforesaid resolution, including but not limited to the filing of necessary e-forms and returns with the Registrar of Companies and to comply with all the requirements in this regard."

4. **Appointment of M/s. BGMG & Associates, Chartered Accountants, as Statutory Auditors of the Company for a term of five consecutive years**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors of the

Company, **M/s. BGMG & Associates, Chartered Accountants** (Firm Registration No. 025265N), be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years, from the conclusion of this 44th Annual General Meeting until the conclusion of the 49th Annual General Meeting of the Company to be held in the year 2031, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors, based on the recommendation of the Audit Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) and/or any Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the aforesaid resolution, including the filing of necessary e-forms with the Registrar of Companies, and to settle all questions, difficulties or doubts that may arise in this regard."

5. **Appointment of M/s Anuj Gupta & Associates, Practising Company Secretaries, as Secretarial Auditor of the Company to fill the casual vacancy**

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, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of Board of Directors of the Company, M/s Anuj Gupta & Associates, Practising Company Secretaries (FRN.: S2015DE314800) be appointed as Secretarial Auditor of the Company to fill the casual vacancy caused by the resignation of M/s Jay Mehta & Associates, Company Secretaries (FRN.: S2009MH122400), and to conduct the Secretarial Audit of the Company for the remainder of the financial year 2025-26, and shall hold office up to the conclusion of this Annual General Meeting at such remuneration as may be determine by the Board in consultation with the Auditor.

RESOLVED FURTHER THAT any Directors or Key Managerial Personnel of the Company be and are hereby authorized and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with the Registrar of Companies and to do all acts, deeds and things as may be necessary, proper or expedient to give effect to the aforesaid resolutions."

6. **Appointment of M/s Anuj Gupta & Associates, Practising Company Secretaries, as Secretarial Auditor of the Company for a term of 5 (five) consecutive Financial Years**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution.**

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Board of Directors of the Company, M/s Anuj Gupta & Associates, Practising Company Secretaries (FRN.: S2015DE314800), be and are hereby appointed as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years, commencing from the financial year 2026-27 upto financial year 2030-31, at such remuneration as may be determine by the Board in consultation with the Auditor.

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and is hereby severally authorised to intimate the aforesaid appointment to BSE Limited and National Stock Exchange of India Limited in terms of Regulation 30 read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, and to do all such acts, deeds and things as may be necessary or incidental to give effect to this resolution**."**

By order of the Board
For **Oswal Greentech Limited**

Sd/-
Harshendra Mandloi
Company Secretary & Compliance Officer
M. No.: A81271

Date: 24th August, 2026
Place: New Delhi

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") read with Secretarial Standard-2 on General Meetings ("SS-2"), setting out the material facts in respect of the Special Business at Item Nos. 3, 4, 5 and 6 of this Notice, is annexed hereto and forms part of this Notice. Further, the relevant details pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and SS-2 issued by the Institute of Company Secretaries of India, in respect of the Director seeking re-appointment at the AGM, are annexed to this Notice as **Annexure-1**.
2. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 03/2025 dated 22nd September, 2025, read together with General Circular No. 09/2024 dated 19th September, 2024, General Circular No. 09/2023 dated 25th September, 2023, General Circular No. 10/2022 dated 28th December, 2022, General Circular No. 02/2022 dated 5th May, 2022 and General Circular No. 20/2020 dated 5th May, 2020 (collectively referred to as the "MCA Circulars"), permitted companies to convene their Annual General Meeting through VC / OAVM, without the physical presence of the Members at a common venue, till further orders. In accordance with the MCA Circulars and the applicable provisions of the Act read with the Rules made thereunder and the Listing Regulations, the 44th AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
3. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility to appoint a proxy to attend and cast vote on behalf of a Member is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC / OAVM, participate thereat and cast their votes through e-voting. Further, the route map is not annexed to this Notice.
4. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC / OAVM will be made available for at least 1000 Members on a first-come-first-served basis. This number does not include large shareholders (i.e., 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 restriction on account of first-come-first-served basis.
5. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the Listing Regulations, SS-2 and the MCA Circulars, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using the remote e-voting system, as well as e-voting on the day of the AGM, will be provided by NSDL. Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting. Members who have cast their vote by remote e-voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again. Members may write to the Company at cs@oswalgreens.com or to the Registrar and Share Transfer Agent at compliances@skylinerta.com for any grievances connected with electronic means.
7. In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, the Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Share Transfer Agent / Depository Participants / Depositories as on 4th September, 2026. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where the Annual Report for the financial year 2025-26 is available, is being sent to those Members whose e-mail address is not so registered.

   The Notice calling the AGM and the complete Integrated Annual Report have been uploaded on the website of the Company at www.oswalgreens.com. The Notice can also be accessed from the websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and is also available on the website of NSDL (agency for providing the remote e-voting facility), i.e., www.evoting.nsdl.com. Members may request a physical copy of the Notice and the Annual Report 2025-26 from the Company by sending a request at cs@oswalgreens.com.
8. The recorded transcript of the forthcoming AGM shall be made available on the website of the Company at www.oswalgreens.com as soon as possible after the Meeting is over.
9. All documents referred to in this Notice and the Explanatory Statement, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which Directors are interested maintained under Section 189 of the Act, and the certificate from the Secretarial Auditor confirming compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (if applicable), will be available for inspection by the Members in electronic mode from the date of dispatch of this Notice up to the date of the AGM. Members seeking inspection may write to the Company at cs@oswalgreens.com.
10. The Register of Members and the Share Transfer Register / Books of the Company will remain closed from 22nd September, 2026 to 29th September, 2026 (both days inclusive) for the purpose of the AGM.

11. Updated instructions to Members regarding PAN, KYC, Nomination and Dematerialisation:

(i) In terms of the SEBI Master Circular for Registrars to an Issue and Share Transfer Agents ("RTA"), as amended from time to time, read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 and SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, it is mandatory for all holders of physical securities to furnish their PAN, KYC details (postal address with PIN code, mobile number, e-mail address, bank account details and specimen signature) and nomination to the RTA of the Company in respect of all folios held by them. The prescribed Forms ISR-1, ISR-2, ISR-3, SH-13 and SH-14 are available on the website of the Company at https://oswalgreens.com/Home/content/Downloads/Downloads and on the website of the RTA.

(ii) Members may note that SEBI, vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023, has done away with the provisions relating to freezing of folios in which PAN, KYC details or nomination are not available, and the consequent referral of such folios to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or the Prevention of Money Laundering Act, 2002. Further, SEBI, vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June, 2024, has clarified that non-submission of 'choice of nomination' shall not result in freezing of demat accounts or folios, and that holders of physical securities shall continue to be eligible to receive dividend, interest or redemption payments and to lodge grievances or avail any service request from the RTA. Members are, however, requested to complete their PAN and KYC particulars, as service requests in respect of physical folios (such as transmission, transposition, issue of duplicate securities certificate, etc.) will be processed by the RTA only upon the folio being complete in all respects.

(iii) Pursuant to the SEBI Circular on 'Revise and Revamp Nomination Facilities in the Indian Securities Market' dated 10th January, 2025, read with SEBI Circulars dated 28th February, 2025 and 30th July, 2025 (collectively, the "Nomination Circular"), the nomination framework has been revamped, inter alia, permitting an investor to nominate up to ten (10) persons in respect of a demat account, to specify the percentage of allocation amongst nominees, and to empower a nominee to operate the account in the event of the incapacitation of the investor. Members holding shares in dematerialised form are requested to register / update their nomination with their respective Depository Participants, and Members holding shares in physical form are requested to submit Form SH-13 (nomination) / Form SH-14 (variation or cancellation) / Form ISR-3 (opt-out of nomination) to the RTA.

(iv) SEBI has mandated that listed companies shall issue securities in dematerialised form only while processing the following service requests: issue of duplicate securities certificate; claim from the unclaimed suspense account; renewal / exchange of securities certificate; endorsement; sub-division / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition. Members holding shares in physical form are requested to submit Form ISR-4 for this purpose. Further, in terms of Regulation 40 of the Listing Regulations, transfer, transmission or transposition of securities of listed entities can be effected only in dematerialised form. In view of the above, and in order to eliminate the risks associated with physical shares, Members are advised to dematerialise the shares held by them in physical form. Members may contact any Depository Participant registered with SEBI, or the Company's RTA, Skyline Financial Services Private Limited, for guidance on the demat procedure.

(v) Members holding shares in dematerialised mode are requested to notify any change in their residential address, bank account details and/or e-mail address immediately to their respective Depository Participants, and Members holding shares in physical form are requested to notify such changes to the Company / RTA.

12. Members are requested to follow the process indicated below to enable the Company to capture the e-mail address and mobile number for sending the soft copy of the Notice and e-voting instructions along with the User ID and Password:

(a) **Physical Shareholding:** Members may send an e-mail request to the Company at cs@oswalgreens.com or to its RTA, Skyline Financial Services Private Limited, at compliances@skylinerta.com along with (i) a copy of the signed request letter mentioning the name, folio number, complete address, e-mail address and mobile number, along with a scanned copy of the share certificate (front and back); and (ii) a self-attested scanned copy of the PAN card and Aadhaar card.

(b) **Demat Shareholding:** Members holding shares in dematerialised mode are requested to register / update their e-mail address and mobile number with their relevant Depository Participant.

13. 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 long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

14. Corporate Members are encouraged to attend the AGM through their Authorised Representatives. They are requested to send a certified copy of the Board resolution / power of attorney authorising their representatives to attend and vote on their behalf at the Meeting, by e-mail to the Scrutinizer at csanujgupta@gmail.com with a copy marked to cs@oswalgreens.com and evoting@nsdl.co.in.

15. Pursuant to Section 72 of the Act read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members are entitled to make a nomination in respect of the shares held by them. Members holding shares in physical form and desirous of making, varying or cancelling a nomination are requested to send their requests in Form SH-13 / SH-14, and Members holding shares in dematerialised form are requested to approach their Depository Participants, in each case read with the Nomination Circular referred to at Note 11(iii) above.

16. Members holding shares in physical form in more than one folio in identical name(s) or in the same order of names are requested to write to the RTA enclosing their share certificates, to enable the Company to consolidate their holdings into a single folio.

17. Members are requested to send their queries / views in respect of the accounts and operations of the Company, mentioning their name, DP ID and Client ID / Folio No., e-mail ID and mobile number, to cs@oswalgreens.com on or before 5.00 p.m. (IST) on 28th September, 2026, so that the information required may be made available at the Meeting.

18. Members who would like to ask questions during the 44th AGM are requested to register themselves as a speaker by sending their request, preferably along with their questions, mentioning their name, DP ID and Client ID / Folio No., e-mail ID and mobile number, to reach the Company's e-mail address at cs@oswalgreens.com latest by 5.00 p.m. (IST) on 28th September, 2026. Only those Members who have registered themselves as a speaker will be allowed to express their views / ask questions during the Meeting.

19. When a pre-registered speaker is invited to speak at the Meeting but he/she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with video / camera along with good internet speed. The Company reserves the right to restrict the number of questions and the number of speakers, as appropriate, for the smooth conduct of the AGM.

20. **Investor grievance redressal:** Members may lodge complaints, if any, on the SEBI complaint redressal system SCORES 2.0 at https://scores.sebi.gov.in. In addition, Members may initiate dispute resolution through the Online Dispute Resolution (ODR) Portal at https://smartodr.in, in terms of the SEBI Master Circular on Online Resolution of Disputes in the Indian Securities Market, as amended from time to time, after exhausting the option of resolving the grievance directly with the Company / RTA and through SCORES.

21. The remote e-voting period commences on 26th September, 2026 at 9.00 a.m. (IST) and ends on 28th September, 2026 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter.

(i) Members of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date, i.e., 22nd September, 2026, may opt for remote e-voting and cast their vote electronically. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

(ii) A person whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting at the Meeting.

(iii) Any person holding shares in physical form and non-individual shareholders who acquire shares of the Company and become a Member of the Company after the despatch of this Notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.co.in or to the RTA at compliances@skylinerta.com. However, if a Member is already registered with NSDL for remote e-voting, the existing user ID and password may be used for casting the vote. Individual shareholders holding securities in demat mode who become Members after the despatch of this Notice may follow the steps mentioned under "Access to NSDL e-Voting system".

(iv) Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.

(v) A Member may participate in the AGM even after exercising his/her right to vote through remote e-voting, but shall not be allowed to vote again.

(vi) At the end of the remote e-voting period, the facility shall forthwith be blocked.

22. The Board of Directors has appointed M/s Anuj Gupta & Associates, Company Secretary in Practice as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and e-voting on the date of the AGM and shall, not later than two working days from the conclusion of the Meeting, submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson of the Company or any person authorised by her in writing, and the results shall be declared by the Chairperson or any person authorised by her thereafter.

The results declared, along with the Scrutinizer's Report, shall be placed on the website of the Company at www.oswalgreens.com and on the website of NSDL immediately after the declaration of the results, and shall simultaneously be forwarded to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING

The remote e-voting period begins on 26th September, 2026 at 9.00 a.m. (IST) and ends on 28th September, 2026 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members whose names appear in the Register of Members / Register of Beneficial Owners as on the cut-off date, i.e., 22nd September, 2026, may cast their vote electronically.

How do I vote electronically using the NSDL e-Voting system?

The way to vote electronically on the NSDL e-Voting system consists of "Two Steps", which are mentioned below:

Step 1: Access to the NSDL e-Voting system

A) Login method for e-Voting and joining the virtual meeting for Individual shareholders holding securities in demat mode

In terms of the SEBI circular dated 9th December, 2020 on the e-Voting facility provided by listed companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with the Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail ID in their demat accounts in order to access the e-Voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL**	1. Existing IDeAS users may visit the e-Services website of NSDL at https://eservices.nsdl.com and click on the "Beneficial Owner" icon under "Login", available under the "IDeAS" section. After entering the User ID and Password and successful authentication, click on "Access to e-Voting" under e-Voting services; thereafter click on the options available against the company name or on the e-Voting service provider NSDL, and the user will be re-directed to the NSDL e-Voting website for casting the vote during the remote e-Voting period or for joining the virtual meeting and voting during the meeting. 2. If the user is not registered for IDeAS e-Services, the option to register is available at https://eservices.nsdl.com select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-Voting website of NSDL at https://www.evoting.nsdl.com/ and click on the icon "Login" available under the Shareholder/Member section. Enter the User ID (i.e., the sixteen-digit demat account number held with NSDL), Password/OTP and the verification code shown on the screen. After successful authentication, the user will be redirected to the NSDL Depository site, wherein the e-Voting page can be seen. Click on the company name or on the e-Voting service provider, i.e., NSDL, to cast the vote or to join the virtual meeting. 4. **OTP-based login:** the user may click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp, enter the 8-digit DP ID, 8-digit Client ID, PAN, verification code, and generate an OTP. On entering the OTP received on the registered e-mail ID / mobile number and successful authentication, the user will be redirected to the NSDL Depository site to cast the vote or join the virtual meeting. 5. Shareholders/Members may also download the NSDL Mobile App "**NSDL Speede**", available on the Apple App Store and Google Play Store, for a seamless voting experience.
Individual Shareholders holding securities in demat mode with **CDSL**	1. Users who have opted for the Easi / Easiest facility may login through their existing user ID and password. The option will be made available to reach the e-Voting page without any further authentication. The URLs to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com, thereafter clicking on the 'My Easi New (Token)' tab. 2. After successful login, the user will be able to see the e-Voting menu, containing links of the respective e-Voting service provider, i.e., **NSDL**. Click on NSDL to cast the vote. 3. If the user is not registered for Easi/Easiest, the option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4. Alternatively, the user may directly access the e-Voting page by providing the demat account number and PAN from the link available on the www.cdslindia.com home page. The system will authenticate the user by sending an OTP on the registered mobile number and e-mail as recorded in the demat account, following which links for the respective ESP, i.e., NSDL, will be provided.
Individual Shareholders (holding securities in demat mode) logging in through their **Depository Participants**	A Member may also login using the login credentials of his/her demat account through the Depository Participant registered with NSDL/CDSL for the e-Voting facility. Upon logging in, click on the e-Voting option, whereupon the Member will be redirected to the NSDL/CDSL Depository site after successful authentication. Click on the company name or on the e-Voting service provider, i.e., NSDL, to cast the vote during the remote e-Voting period or to join the virtual meeting and vote during the meeting.

Important note: Members who are unable to retrieve their User ID / Password are advised to use the "Forget User ID" and "Forget Password" options available on the abovementioned websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues relating to login through the 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 may contact the 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 may contact the CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll-free no. 1800 22 55 33 / 1800 21 09911.

B) Login method for e-Voting and joining the virtual meeting for shareholders other than Individual shareholders holding securities in demat mode, and for shareholders holding securities in physical mode

1. Visit the e-Voting website of NSDL by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile.

2. Once the home page of the e-Voting system is launched, click on the icon "Login" available under the Shareholder/Member section.

3. A new screen will open. Enter your User ID, Password/OTP and the verification code as shown on the screen. Alternatively, if you are registered for NSDL eServices, i.e., IDeAS, you may log in at https://eservices.nsdl.com/ with your existing IDeAS login and proceed to Step 2, i.e., cast your vote electronically.

4. Your User ID details are given below:

Manner Manner of holding shares, i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
(a) For Members holding shares in demat account with **NSDL**	8 Character DP ID followed by 8 Digit Client ID. For example, if the DP ID is IN300*** and the Client ID is 12**, then the User ID is IN300***12**.
(b) For Members holding shares in demat account with **CDSL**	16 Digit Beneficiary ID. For example, if the Beneficiary ID is 12**, then the User ID is 12**.
(c) For Members holding shares in **Physical Form**	EVEN Number followed by the Folio Number registered with the Company. For example, if the folio number is 001*** and the EVEN is 101456, then the User ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

   (a) If you are already registered for e-Voting, you may use your existing password to login and cast your vote.

   (b) If you are using the NSDL e-Voting system for the first time, you will need to retrieve the initial password communicated to you. Once you retrieve your initial password, you need to enter it and the system will force you to change your password.

   (c) If your e-mail ID is registered in your demat account or with the Company, your initial password is communicated to you on your e-mail ID. Trace the e-mail sent to you by NSDL from your mailbox and open the attached .pdf file. The password to open the .pdf file is your 8-digit Client ID for the NSDL account, the last 8 digits of the Client ID for the CDSL account, or the folio number for shares held in physical form. The .pdf file contains your User ID and your initial password. If your e-mail ID is not registered, please follow the process set out at Note 12 above.

6. If you are unable to retrieve or have not received the "initial password", or have forgotten your password, you may (a) click on "Forgot User Details/Password?" (if holding shares in a demat account with NSDL or CDSL) available on www.evoting.nsdl.com; (b) click on "Physical User Reset Password?" (if holding shares in physical mode) available on www.evoting.nsdl.com; (c) send a request at evoting@nsdl.co.in mentioning your demat account number / folio number, PAN, name and registered address; or (d) use the OTP-based login for casting the votes on the NSDL e-Voting system.

7. After entering your password, tick on "Agree to Terms and Conditions" by selecting the check box, click on the "Login" button, and the home page of e-Voting will open.

Step 2: Cast your vote electronically and join the General Meeting on the NSDL e-Voting system

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting are in active status.
2. Select the "EVEN" of **Oswal Greentech Limited** for which you wish to cast your vote during the remote e-Voting period and for casting your vote during the General Meeting. For joining the virtual meeting, click on the "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the voting page opens.
4. Cast your vote by selecting the appropriate option, i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote, click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed. You may also take a printout of the votes cast by clicking on the print option on the confirmation page.
6. Once you confirm your vote on a resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional / Corporate shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG format) of the relevant Board resolution / authority letter, etc., with the attested specimen signature(s) of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail at csanujgupta@gmail.com with a copy marked to evoting@nsdl.co.in and cs@oswalgreens.com. Institutional shareholders (i.e., other than individuals, HUF, NRI, etc.) may also upload the said Board resolution / authority letter by clicking on "Upload Board Resolution / Authority Letter" displayed under the "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and to take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and the e-Voting user manual for Shareholders available in the download section of www.evoting.nsdl.com, or call at 022-4886 7000, or send a request at evoting@nsdl.co.in. Members may also write to the Company Secretary at cs@oswalgreens.com.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE

1. In case shares are held in physical mode, please provide the Folio No., name of the shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of the PAN card) and Aadhaar (self-attested scanned copy of the Aadhaar card) by e-mail to cs@oswalgreens.com or to the RTA at compliances@skylinerta.com.
2. In case shares are held in demat mode, please provide the DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), name, client master or copy of the consolidated account statement, PAN (self-attested scanned copy of the PAN card) and Aadhaar (self-attested scanned copy of the Aadhaar card) to cs@oswalgreens.com. Individual shareholders holding securities in demat mode are requested to refer to the login method explained at Step 1(A) above.
3. Alternatively, shareholders/Members may send a request to evoting@nsdl.co.in for procuring the user ID and password for e-voting by providing the abovementioned documents.
4. In terms of the SEBI circular dated 9th December, 2020 on the e-Voting facility provided by listed companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with the Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account to access the e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for remote e-voting.
2. Only those Members who are present at the AGM through the VC/OAVM facility and have not cast their vote on the resolutions through remote e-voting, and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system at the AGM.
3. Members who have voted through remote e-voting will be eligible to attend the AGM; however, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievance connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM

1. Members will be provided with the facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same by following the steps mentioned above for "Access to the NSDL e-Voting system". After successful login, Members may click on the "VC/OAVM link" placed under the "Join General Meeting" menu against the company name. The link for VC/OAVM will be available in the Shareholder/Member login where the EVEN of the Company will be displayed. Members who do not have the User ID and Password for e-Voting, or have forgotten the same, may retrieve it by following the remote e-Voting instructions mentioned in this Notice, to avoid a last-minute rush.
2. Members are encouraged to join the Meeting through laptops for a better experience, and will be required to allow the camera and use the internet with good speed to avoid any disturbance during the Meeting.
3. Participants connecting from mobile devices or tablets, or through a laptop connected via mobile hotspot, may experience audio/video loss due to fluctuation in their respective networks. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any such glitches.
4. Members who would like to express their views or ask questions during the Meeting may register themselves as a speaker in the manner set out at Note 18 above.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SECRETARIAL STANDARD-2 AND ADDITIONAL DISCLOSURES AS REQUIRED UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER

Item No. 3

The Members of the Company, at the 43rd Annual General Meeting held on 25th September, 2025, had appointed M/s. Mehta Chokshi & Shah LLP, Chartered Accountants, Mumbai (Firm Registration No. 106201W/W100598), as the Statutory Auditors of the Company to hold office for a term of five consecutive years, from the conclusion of the 43rd Annual General Meeting until the conclusion of the 48th Annual General Meeting of the Company to be held in the year 2030.

M/s. Mehta Chokshi & Shah LLP, Chartered Accountants, vide their letter dated 11th August, 2026, have resigned from the office of Statutory Auditors of the Company with effect from 11th August, 2026, thereby resulting in a casual vacancy in the office of the Statutory Auditors of the Company within the meaning of Section 139(8) of the Act. The Company has taken on record the resignation and the Auditors have filed the requisite intimations, including Form ADT-3, in accordance with the applicable provisions.

The Board of Directors, at its meeting held on 24th August, 2026, based on the recommendation of the Audit Committee and pursuant to the provisions of Section 139(8) of the Act, appointed M/s. BGMG & Associates, Chartered Accountants (FRN: 025265N), as the Statutory Auditors of the Company to fill the casual vacancy so caused, to hold office until the conclusion of this 44th Annual General Meeting, subject to the approval of the Members. In terms of Section 139(8) of the Act, such appointment is required to be approved by the Company at a general meeting convened within three months of the recommendation of the Board of Directors.

The Company has received from M/s. BGMG & Associates, Chartered Accountants, their written consent to act as the Statutory Auditors of the Company and a certificate to the effect that their appointment, if made, would be in accordance with the conditions prescribed under Section 139 read with Section 141 of the Act and the rules made thereunder, and that they are eligible and not disqualified from being appointed as the Statutory Auditors of the Company.

M/s. BGMG & Associates (Business Group of Monitoring & Guidance) is a firm of Chartered Accountants founded in the year 2012, The firm has strength of professionals, comprising Chartered Accountants, Company Secretaries, Advocates and MBAs. Its areas of specialisation include statutory audit under IGAAP, Ind AS and IFRS, tax audit under the Income-tax Act, 1961, internal and risk-based audit, stock and inventory audit, special purpose and management audit, transaction due diligence, direct and indirect taxation, virtual CFO and business process outsourcing services, fund raising and initial public offer advisory and legal advisory services.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this Notice, except to the extent of their shareholding, if any, in the Company.

The Board recommends the **Ordinary Resolution** set out at Item No. 3 of this Notice for approval of the Members.

Iten No. 4

Consequent to the resignation of M/s. Mehta Chokshi & Shah LLP, Chartered Accountants, and the appointment of M/s. BGMG & Associates, Chartered Accountants, to fill the resultant casual vacancy (as set out at Item No. 3 above), it is necessary to appoint the Statutory Auditors of the Company for a full term in terms of Section 139 of the Act.

The Board of Directors, at its meeting held on 24th August, 2026, based on the recommendation of the Audit Committee and after evaluating and considering various factors such as the industry experience of the firm, the competency and composition of the audit team, the efficiency in the conduct of the audit, the independence of the firm, the peer review status, has recommended the appointment of M/s. BGMG & Associates, Chartered Accountants (FRN: 025265N), as the Statutory Auditors of the Company for a term of five consecutive years, from the conclusion of this 44th Annual General Meeting until the conclusion of the 49th Annual General Meeting of the Company to be held in the year 2031, subject to the approval of the Members.

The Company has received the written consent and the eligibility certificate from M/s. BGMG & Associates, Chartered Accountants, to act as the Statutory Auditors of the Company in place of M/s. Mehta Chokshi & Shah LLP, Chartered Accountants, along with a confirmation that their appointment, if made, would be within the limits prescribed under Section 141(3)(g) of the Act and that they are not disqualified from being appointed as the Statutory Auditors of the Company.

Disclosure pursuant to Regulation 36(5) of the Listing Regulations:

Particulars	Details
Proposed fees payable to the Statutory Auditors	₹ 10,00,000 per annum for the financial year 2026-27, plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit. The fees for the subsequent year(s) of the term shall be as may be mutually agreed between the Board of Directors and the Statutory Auditors, based on the recommendation of the Audit Committee. Fees for services other than statutory audit, if any, shall be determined by the Board in consultation with the Statutory Auditors.

Terms of appointment	Appointment for a term of five consecutive years, from the conclusion of the 44th Annual General Meeting until the conclusion of the 49th Annual General Meeting of the Company to be held in the year 2031, to conduct the statutory audit for the financial years 2026-27 to 2030-31.
Material change in the fee payable to the new auditor from that paid to the outgoing auditor, along with the rationale for such change	There is no material change in the fee payable.
Basis of recommendation, including details in relation to and credentials of the Statutory Auditors proposed to be appointed	The recommendation of the Audit Committee and the Board is based on an evaluation of the credentials, standing, Independence, industry experience, size and composition of the audit team, peer review status and quality of service of the firm. M/s. BGMG & Associates, Chartered Accountants (Firm Registration No. 025265N), was founded in the year 2012. The firm has experience in statutory audits under IGAAP, Ind AS and IFRS, tax audits, internal audits and transaction due diligence across the manufacturing, chemicals, logistics, healthcare, technology and consumer sectors.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice, except to the extent of their shareholding, if any, in the Company.

The Board recommends the **Ordinary Resolution** set out at Item No. 4 of this Notice for approval of the Members.

Item No. 5

In terms of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), every listed entity is required to undertake Secretarial Audit by a Peer Reviewed Company Secretary and to annex a Secretarial Audit Report, given by such Company Secretary in Practice, to the Board s Report.

M/s Jay Mehta & Associates, Company Secretaries, who were appointed as the Secretarial Auditor of the Company to conduct the Secretarial Audit for a term of five consecutive financial years commencing from 1st April, 2025, have tendered their resignation vide letter dated 20th July, 2026. The said resignation has resulted in a casual vacancy in the office of the Secretarial Auditor of the Company for the remainder of the financial year 2025-26.

In terms of Regulation 24A of the SEBI Listing Regulations, a casual vacancy arising out of the resignation, death or disqualification of the Secretarial Auditor is required to be filled by the Board of Directors of the listed entity within a period of three months from the date of such vacancy, and the Secretarial Auditor so appointed holds office up to the conclusion of the next Annual General Meeting.

Accordingly, the Audit Committee, at its meeting held on 27th July, 2026, considered and recommended, and the Board of Directors, at its meeting held on the same date, approved, the appointment of M/s Anuj Gupta & Associates, Practising Company Secretaries [FRN.: S2015DE314800], as the Secretarial Auditor of the Company to fill the said casual vacancy and to conduct the Secretarial Audit of the Company for the remainder of the financial year 2025-26, on the terms of remuneration approved by the Board.

M/s Anuj Gupta & Associates have furnished their written consent to act as the Secretarial Auditor of the Company together with a certificate to the effect that they are a Peer Reviewed Firm within the meaning of Regulation 24A of the SEBI Listing Regulations, that they are eligible for such appointment and that they have not incurred any of the disqualifications specified thereunder. They have further confirmed their independence and that they do not render any of the services restricted under the SEBI Listing Regulations to the Company.

The Secretarial Audit Report for the financial year 2025-26 issued by M/s Anuj Gupta & Associates forms part of the Annual Report of the Company for the financial year 2025-26.

Disclosure pursuant to Regulation 36(5) of the SEBI Listing Regulations and the SEBI Master Circular for listed entities — basis of recommendation, credentials and terms of appointment:

Name of the proposed Secretarial Auditor	M/s Anuj Gupta & Associates, Practising Company Secretaries
Firm Registration No. / ICSI Unique Code	S2015DE314800
Peer Review Certificate No. and validity	ICSI 1126 / 2021
Membership No. / Certificate of Practice No. of the signing partner/proprietor	ACS 31025 / COP 13025
Brief profile / credentials	Possessing more than Ten years experience of Company Secretarial work. The firm Handle of all types of Corporate Compliance under the Companies Act, Listing Agreement, related applicable corporate laws & legal matters which may affect the corporate legality of the Group and to coordinate for the same with the different Government Authorities, if requires. Also, they handle all types of Company Secretarial tasks, legal documentation, liaison with Banks and Government Authorities such as Ministry of Corporate Affairs, Registrar of Companies, National Company Law Tribunal, Regional Director and related Departments.

Proposed period of appointment	From the date of the Board meeting held on 27th July, 2026 up to the conclusion of this Annual General Meeting (i.e. for the remainder of the financial year 2025-26)
Terms of appointment	To conduct the Secretarial Audit of the Company for the financial year 2025-26 and to issue the Secretarial Audit Report in Form MR-3.
Proposed remuneration	As may be determine by the Board in consultation with the Secretarial Auditor.
Material change in fee payable, if any, from that paid to the outgoing auditor	There is no material change in fee to be paid to the Secretarial Auditor proposed to be appointed through the ordinary resolution as set out at Item No. 5 of the Notice.
Basis of recommendation	The Audit Committee and the Board of Directors evaluated the credentials, peer review status, independence, professional standing, experience in handling secretarial audits of listed entities and the capability of the firm to service the requirements of the Company, and found the firm suitable for appointment.
Reason for change	Casual vacancy caused by the resignation of M/s Jay Mehta & Associates, Company Secretaries.

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

The Board of Directors recommends the **Ordinary Resolution** set out at Item No. 5 of the Notice for approval of the Members.

Item No. 6

In terms of Regulation 24A of the SEBI Listing Regulations, as amended with effect from 1st April, 2025, a listed entity is required to appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five consecutive years, or a secretarial audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its Members at the Annual General Meeting, on the basis of the recommendation of the Board of Directors.

In view of the casual vacancy caused by the resignation of M/s Jay Mehta & Associates, Company Secretaries, and having regard to the requirement of a regular appointment for the prescribed term, the Audit Committee, at its meeting held on 27th July, 2026, considered and recommended, and the Board of Directors, at its meeting held on the same date, approved, subject to the approval of the Members, the appointment of M/s Anuj Gupta & Associates, Practising Company Secretaries [FRN: S2015DE314800], as the Secretarial Auditor of the Company for a term of 5 (five) consecutive financial years commencing from the financial year 2026-27 up to the financial year 2030-31.

M/s Anuj Gupta & Associates have furnished their written consent to act as the Secretarial Auditor of the Company, a copy of the Peer Review Certificate issued by the Institute of Company Secretaries of India, and a certificate confirming that they are eligible for appointment under Regulation 24A of the SEBI Listing Regulations and Section 204 of the Companies Act, 2013, that they have not incurred any of the disqualifications specified thereunder, that they satisfy the conditions relating to independence.

The Board of Directors, based on the recommendation of the Audit Committee, is of the view that the appointment of M/s Anuj Gupta & Associates as the Secretarial Auditor of the Company for the said term will bring continuity, independence and the requisite professional expertise to the secretarial audit function of the Company.

Disclosure pursuant to Regulation 36(5) of the SEBI Listing Regulations and the SEBI Master Circular for listed entities — basis of recommendation, credentials and terms of appointment:

Name of the proposed Secretarial Auditor	M/s Anuj Gupta & Associates, Practising Company Secretaries
Firm Registration No. / ICSI Unique Code	S2015DE314800
Peer Review Certificate No. and validity	ICSI 1126 / 2021
Membership No. / Certificate of Practice No. of the signing partner/proprietor	ACS 31025 - COP 13025
Brief profile / credentials	Possessing more than Ten years experience of Company Secretarial work. The firm Handle of all types of Corporate Compliance under the Companies Act, Listing Agreement, related applicable corporate laws & legal matters which may affect the corporate legality of the Group and to coordinate for the same with the different Government Authorities, if requires. Also, they handle all types of Company Secretarial tasks, legal documentation, liaison with Banks and Government Authorities such as Ministry of Corporate Affairs, Registrar of Companies, National Company Law Tribunal, Regional Director and related Departments.
Proposed period of appointment	5 (five) consecutive financial years, from the financial year 2026-27 up to the financial year 2030-31, i.e. from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the calendar year 2031

Terms of appointment	To conduct the Secretarial Audit of the Company and to issue the Secretarial Audit Report in Form MR-3 and the Annual Secretarial Compliance Report for each of the financial years 2026-27 to 2030-31, in terms of Section 204 of the Companies Act, 2013 and Regulation 24A of the SEBI Listing Regulations
Proposed remuneration	As may be determine by the Board in consultation with the Secretarial Auditor.
Material change in fee payable, if any, from that paid to the outgoing auditor	There is no material change in fee to be paid to the Secretarial Auditor proposed to be appointed through the ordinary resolution as set out at Item No. 6 of the Notice.
Basis of recommendation	The Audit Committee and the Board of Directors considered the peer review status, eligibility and independence of the firm, its professional standing, the experience and credentials of its partners, its track record in conducting secretarial audits of listed entities and its capability to service the requirements of the Company
Reason for change	Resignation of M/s Jay Mehta & Associates, Company Secretaries, before the completion of their term.

In terms of the clarification issued by SEBI, any association of the individual or the firm as the Secretarial Auditor of the Company prior to 31st March, 2026 shall not be reckoned for the purpose of computing the tenure of five consecutive financial years.

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

The Board of Directors recommends the **Ordinary Resolution** set out at Item No. 6 of the Notice for approval of the Members.

By order of the Board
For **Oswal Greentech Limited**

Sd/-
Harshendra Mandloi
Company Secretary & Compliance Officer
M. No.: A81271

Date: 24th August, 2026
Place: New Delhi

ANNEXURE-1

PURSUANT TO REGULATIONS 26(4) AND 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTOR PROPOSED TO BE RE-APPOINTED IS FURNISHED

Particulars	Details
Name of the Director (DIN)	Mr. Shael Oswal (DIN: 00256956)
Category	Non-Executive Director (Promoter Group) – Vice-Chairperson
Date of Birth & Age	28th May, 1978 – 48 years
Qualification	Commerce Graduate
Date of first appointment on the Board	1st June, 2025
Brief resume of the Director	Shael Oswal is a diversified entrepreneur, investor, and recording artist with business interests spanning real estate, education, corporate investments, and strategic ventures across India and the UAE. Recognized for his entrepreneurial vision and long-term approach to value creation, he is actively involved in building businesses that combine innovation with sustainable growth. Alongside his corporate journey, Shael has established himself as a recording artist, releasing original music that blends contemporary production with emotionally driven storytelling. His music reflects authenticity, artistic expression, and a passion for creating meaningful connections with audiences across the world. With a strong focus on governance, strategic planning, and execution, Shael works closely with leadership teams on business expansion, investments, and the development of future-ready institutions.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Mr. Shael Oswal possesses the following capabilities: · Business Strategy & Investments · Real Estate & Asset Development · Education & Skill Development · Corporate Governance · Entrepreneurship · Music & Creative Arts · Philanthropy & Social Impact
Expertise in specific functional areas	Commercial, Business Management and Strategic Planning
Terms and conditions of appointment / re-appointment	Re-appointment as a Non-Executive Director liable to retire by rotation, in terms of Section 152 of the Companies Act, 2013. There is no change in the terms and conditions of his appointment.
Details of remuneration last drawn (FY 2025-26)	He does not draw any other remuneration from the Company.
Remuneration sought to be paid	Not applicable. The present re-appointment is on account of retirement by rotation and does not involve any change in remuneration.
Number of Board meetings attended during the financial year 2025-26	3 out of 10 meetings held
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	Mr. Shael Oswal is related to Mrs. Aruna Oswal, Chairperson & Whole-time Director of the Company.
Directorships held in other companies (as on the date of this Notice)	1
Membership / Chairmanship of Committees of other Boards (as on the date of this Notice)	Nil
Membership / Chairmanship of Committees of the Board of the Company	Nil
Listed entities from which the Director has resigned in the past three years	None
Shareholding in the Company as on the date of this Notice (including shareholding as a beneficial owner)	37,60,000 equity shares

DIRECTORS REPORT

To
The Members,
Oswal Greentech Limited

Your directors take pleasure in presenting the 44th Annual Report on the business and operations of the Company together with the audited financial statements for the financial year ended 31st March, 2026:

1. Financial Summary

The financial summary of the company for the financial year ended 31st March, 2026 along with the previous years figures is summarised in the table below:

(₹ in lakhs)

PARTICULARS	2025-26	2024-25
Revenue from Operations	3,680.69	3,525.26
Other Income	6,868.62	5,747.45
Total Revenue	**10,549.31**	**9,272.71**
Profit before depreciation, finance costs and tax expense	4,568.56	1,432.95
Less: Depreciation/Amortization	293.47	354.48
Less: Finance Costs	74.37	96.31
Profit before Tax Expense	4,200.72	982.16
Less: Exceptional Items	10,122.19	-
Less: Tax Expense (Current & Deferred)	320.39	128.95
Profit / (Loss) for the year	**(6,241.86)**	**853.21**

Performance overview

The Company is primarily engaged in the business of real estate development and construction activities.

The Company flagship residential development at Ludhiana continues to demonstrate strong end-user traction, with 513 of the 538 flats in the project sold as on 31st March, 2026. This sustained absorption reflects the project's design quality, strategic location, and competitive pricing, reinforced by the Company's disciplined sales execution and a consistently positive response from homebuyers in the region.

The near-complete sell-out of this project is a strong validation of the Company's real estate strategy and its ability to convert market demand into tangible bookings, even amid evolving macroeconomic conditions in the housing sector.

With only a limited number of units now remaining, the Company expects to conclude sales of this project in the near term and is confident that the remaining flats will be absorbed swiftly, supported by continued interest from prospective buyers. The successful execution of this project strengthens the Company's track record in the residential real estate segment and provides a strong foundation for identifying and pursuing similar opportunities going forward.

Other Income:

During the year, the Company has also received income from interest on Inter-Corporate deposits (ICDs) and investments in mutual funds.

The financial performance highlights for the year ended 31st March, 2026, are as follows:

The net income from operations achieved during the year is ₹ 3,680.69 lakh as compared to ₹ 3,525.26 lakh in the previous year. The net profit / (Loss) after tax is ₹ (6,241.86) lakh as compared to ₹ 853.21 lakh in the previous year.

2. STATE OF THE COMPANYS AFFAIRS

The Company is engaged in real estate activities and investment of surplus funds including inter-corporate deposits. There has been no change in business of the Company during the financial year ended 31st March, 2026.

3. SUBSIDIARY AND ASSOCIATES

The Company doesnt have any subsidiaries or associates.

4. DIVIDEND

With a view to conserve the scarce liquid resources of the Company, the Directors do not recommend any dividend for the year ended 31st March, 2026. The dividend distribution policy of the Company is also annexed herewith as **Annexure A**.

5. SHARE CAPITAL

During the year under review, there was no change in the share capital of the Company. The Authorised Share Capital of the Company is INR 16,30,00,00,000/- and the paid-up Equity Share Capital of the Company is INR 2,56,80,91,590/- comprising of 25,68,09,159 equity shares of INR 10/- each.

6. DEPOSITS

During the year the Company neither accepted any deposits nor there were any amounts outstanding at the beginning of the year which were classified as Deposits in terms of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

7. RESERVES

Your directors do not propose to transfer any amount to the general reserve and the entire amount of profit for the year forms part of the Retained Earnings.

8. MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY

Pursuant to the disclosure made under section 134(3)(l) of the Companies Act, 2013, except as disclosed elsewhere in this report, no material changes and commitments which could affect the Companys financial position have occurred after the end of the financial year 2025-26 and till the date of this report.

9. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

There were no significant or material orders passed by the regulators, courts and tribunals during the year ended 31st March, 2026.

10. AUDITORS

(i) Statutory Auditors and their report:

M/s. Oswal Sunil & Company, Chartered Accountants, New Delhi (FRN: 016520N), who were appointed as Statutory Auditors of the Company at the Annual General Meeting held in the year 2022, tendered their resignation from the office of Statutory Auditors of the Company with effect from 7th August, 2025, resulting in a casual vacancy in the said office.

The Board of Directors, at its meeting held on 8th August, 2025, on the recommendation of the Audit Committee, appointed M/s. Mehta Chokshi & Shah LLP, Chartered Accountants, Mumbai (Firm Registration No. 106201W/WI00598), as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Oswal Sunil & Company, with effect from 8th August, 2025.

Thereafter, the members of the Company, at the 43rd Annual General Meeting held on 25th September, 2025, approved the appointment of M/s. Mehta Chokshi & Shah LLP, Chartered Accountants (FRN: 106201W/WI00598), as Statutory Auditors of the Company for a term of 5 (five) consecutive years, to hold office from the conclusion of the 43rd Annual General Meeting until the conclusion of the 48th Annual General Meeting to be held in the year 2030, at such remuneration as may be fixed by the Board of Directors in consultation with the Auditors.

M/s Mehta Chokshi & Shah LLP, Chartered Accountants have consented their appointment as Statutory Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Companies Act, 2013.

M/s Mehta Chokshi & Shah LLP, Chartered Accountants, have also provided confirmation that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI.

Report of statutory auditors: M/s Mehta Chokshi & Shah LLP, Chartered Accountants, have submitted their report on the financial statements of the Company for the financial year 2025-26, which forms part of this Annual Report. Further the notes referred to in the Auditors Report are self-explanatory. The Auditors have issued a qualified report for the financial year 2025-26. The auditors remarks on their qualified opinion and managements response on the auditors qualified opinion are given hereunder:

*1. (i) We refer to Note No.38 of the financial statements wherein a dispute had arisen relating to interest charged on Inter Corporate Deposits (**"ICD"**) with one of the borrowers for the period relating to Covid and subsequent to it. The Company had invoked arbitration clause as per the ICD agreement and during the period an arbitration award has been passed which is partially in favour of the Company as stated in para (ii) below. In view of the arbitration award not fully to the satisfaction of the Company, it has decided to contest it further at Hon. High Court of New Delhi. In view of this, the Company has not charged any further interest pending the judgement of the Hon. High Court of New Delhi. Consequently, the interest income and current assets are understated by ₹ 4,249.10 lakh (Previous year ₹ 4,245.55 lakh) and ₹ 11,754.57 lakh (Previous year ₹ 7,505.47 Lakh) respectively.*

(ii) An Arbitration award of ₹ 9,717.00 lakh has been passed, in the matter of dispute relating to ICD with one of the borrowers for the period relating to Covid and subsequent to it, in favour of the Company against total claim of ₹ 47,212.27 lakh resulting in shortfall of ₹ 37,495.27 lakh. The Company has challenged such arbitration award, which is pending for hearing at Hon. High Court of New Delhi.

2. *The Company had granted Inter-Corporate Deposits (ICDs) and real estate advances aggregating to ₹ 1,22,676.83 lakh outstanding as of March 31st, 2026, to various entities engaged in / associated with real estate projects, as disclosed in "loans" and "other non-current assets" head in the Financial Statements. The aforesaid ICDs and real estate advances are subject to confirmation from the respective counterparties, which have not been received as at the date of this report. In the absence of confirmations and reconciliation thereof, we were unable to satisfy ourselves regarding the outstanding balances, accrued interest receivable and terms and conditions of repayment of the said ICDs and advances. Consequently, we are unable to determine whether any adjustment is required to the carrying value of these ICDs and advances on account of recoverability, and whether any provision for doubtful or irrecoverable amounts ought to have been recognised in accordance with the applicable Ind AS. The possible effect of this matter on the financial statements is not determinable at this stage.*

   Managements response: The Company is making all possible efforts to recover the advances and has initiated legal action against the parties concerned.

   Further M/s Mehta Chokshi & Shah LLP have tendered their resignation with effect from 11th August, 2026, resulting in a casual vacancy.

   Accordingly, the Board of Directors at its meeting held on 24th August, 2026, based on the recommendation of the Audit Committee, has appointed M/s. BGMG & Associates, Chartered Accountants (FRN: 025265N), as Statutory Auditors of the Company to fill the casual vacancy and has further recommended to the Members their appointment for a term of 5 (five) consecutive from the conclusion of ensuing 44th Annual General Meeting until the conclusion of the 49th Annual General Meeting to be held in the year 2031.

(ii) Secretarial Auditors and their report:

Pursuant to Section 204 of the Companies Act, 2013 read with Regulation 24A of the SEBI Listing Regulations, M/s. Jay Mehta & Associates, Practising Company Secretaries, Mumbai (Membership No. F8672; COP No. 8694), were appointed as Secretarial Auditors of the Company for a term of 5 (five) consecutive years from the financial year 2025-26 to the financial year 2029-30. M/s. Jay Mehta & Associates have tendered their resignation with effect from 20th July, 2026, resulting in a casual vacancy.

Accordingly, the Board of Directors at its meeting held on 27th July, 2026, based on the recommendation of the Audit Committee, has appointed M/s. Anuj Gupta & Associates, Practising Company Secretaries (FRN: S2015DE314800), as Secretarial Auditors of the Company to fill the casual vacancy for the remainder of the financial year 2025-26, and has further recommended to the Members their appointment for a term of 5 (five) consecutive financial years from the financial year 2026-27 to the financial year 2030-31 in terms of Regulation 24A(1) of the SEBI Listing Regulations.

M/s. Anuj Gupta & Associates have confirmed that they are not disqualified and are eligible to be appointed as Secretarial Auditors of the Company in terms of Regulation 24A of the SEBI Listing Regulations, and satisfy the prescribed eligibility criteria.

Report of secretarial auditors: As required under provisions of Section 204 of the Companies Act, 2013 and pursuant to Regulation 24A of Listing Regulations, the reports in respect of the Secretarial Audit for FY 2025-26 carried out by M/s. Anuj Gupta & Associates, Practising Company Secretaries, in Form MR-3 enclosed herewith as **Annexure B.** Further, the Secretarial Auditors report doesnt contain any qualification or reservation requiring explanation or adverse remark.

Also, a secretarial compliance report for the financial year ended 31st March, 2026 on compliance of all applicable SEBI Regulations and circulars/ guidelines issued thereunder, was obtained from M/s. Anuj Gupta & Associates, Practising Company Secretaries, and submitted with the National Stock Exchange of India Limited and BSE Limited.

During the financial year ended 31st March, 2026, Secretarial Auditor have not reported any instance of fraud to the Audit Committee pursuant to Section 143(12) of the Act and rules made thereunder, therefore, no disclosure is required under Section 134(3)(ca) of the Act.

(iii) Internal Auditors and their report

Pursuant to the provisions of section 138 of the Companies Act, 2013 and rules made thereunder, the Company had appointed M/s. Siddharth S. Kothari & Associates, Chartered Accountants, Mumbai (FRN: 158976W) as Internal Auditors of the Company for the financial year 2025-26.

The Internal Auditor s reports are periodically submitted with the Audit Committee for its review and further course of action thereon.

It may further be noted that the Board of Directors at their meeting held on 7th August, 2026 had appointed M/s Raj Gupta & Co, Chartered Accountants (FRN: 000203N) as the Internal Auditors of the Company for carrying out internal audit for the financial year 2026-27.

11. COMPLIANCE WITH SECRETARIAL STANDARDS

During the financial year 2025-26, the Company has complied with applicable Secretarial Standards i.e. SS-1 and SS-2 relating to "Meetings of the Board of Directors" and "General Meetings" respectively.

12. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OF THE COMPANIES ACT, 2013 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

The Statutory Auditors or the Secretarial Auditors of the Company have not reported any frauds to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

13. ANNUAL RETURN

Pursuant to section 92(3) read with section 134(3)(a) of the Act, the Annual Return (Form MGT-7) as on 31st March, 2026 is available on the Companys website at www.oswalgreens.com.

14. TRANSACTIONS WITH RELATED PARTIES

In line with the requirements of the Companies Act, 2013 and Listing Regulations, your Company has formulated a policy on Related Party Transaction. The policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and related parties.

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on an arms length basis.

During the year, the company has not entered into any contract or arrangement with related parties under section 188 of the Companies Act, 2013 which could be considered material (i.e. transactions exceeding ten percent of the annual turnover as per the last audited financial statements entered into individually or taken together with previous transactions during the financial year) according to the policy of the Company on materiality of Related Party Transactions.

Details of contract & arrangement made with related parties as per applicable IND AS during the financial year 2025-26 being arms length transaction have been reported and annexed as note no. 39 to the financial statements.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL

As per the provisions of section 152 of the Companies Act, 2013, Mr. Shael Oswal (DIN: 00256956) shall retire by rotation at the forthcoming AGM of the Company, and being eligible, offers himself for re-appointment. The relevant details are provided in the Notice. The Board recommends his re-appointment. It may further be noted that the following changes in the Board of the Company has took place:

(i) **Mr. Shael Oswal (DIN: 00256956):** The Board of Directors, at its meeting held on 21st May, 2025, appointed Mr. Shael Oswal (DIN: 00256956) as Additional Director (Non-Executive & Non-Independent) and Vice Chairman of the Company w.e.f. 1st June, 2025, which was subsequently approved by the members of the Company by way of postal ballot dated 14th August, 2025.

(ii) **Mrs. Kiran Vohra (DIN: 05251615):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee, at its meeting held on 8th August, 2025, appointed Mrs. Kiran Vohra (DIN: 05251615) as Additional Director (Non-Executive and Independent) of the Company w.e.f. 13th August, 2025, for an initial term of 5 years, which was subsequently regularized by the members of the Company at the 43rd Annual General Meeting held on 25th September, 2025.

(iii) **Mrs. Isha Deepak Shah (DIN: 11219718):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee, at its meeting held on 8th August, 2025, appointed Mrs. Isha Deepak Shah (DIN: 11219718) as Additional Director (Non-Executive and Independent) of the Company w.e.f. 13th August, 2025, for an initial term of 5 years, which was subsequently regularized by the members of the Company at the 43rd Annual General Meeting held on 25th September, 2025.

(iv) **Mr. Gaurav Chawla (DIN: 06894334):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee, at its meeting held on 8th August, 2025, appointed Mr. Gaurav Chawla (DIN: 06894334) as Additional Director (Non-Executive and Independent) of the Company w.e.f. 13th August, 2025, for an initial term of 5 years, which was subsequently regularized by the members of the Company at the 43rd Annual General Meeting held on 25th September, 2025.

(v) **Mr. Umang Kaushik Shah (DIN: 11263043):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee, at its meeting held on 29th August, 2025, appointed Mr. Umang Kaushik Shah (DIN: 11263043) as Additional Director (Non-Executive and Independent) of the Company w.e.f. 29th August, 2025, for an initial term of 5 years, which was subsequently regularized by the members of the Company at the 43rd Annual General Meeting held on 25th September, 2025.

(vi) **Mr. Moxit Bhupendra Modi:** The Board of Directors, at its meeting held on 10th February, 2026, appointed Mr. Moxit Bhupendra Modi as Chief Financial Officer (KMP) of the Company w.e.f. 10th February, 2026, to fill the vacancy caused by the resignation of Mr. Vipin Kumar Vij.

(vii) **Mrs. Purva Jhanwar:** The Board of Directors, at its meeting held on 25th February, 2026, appointed Mrs. Purva Jhanwar as Company Secretary & Compliance Officer (KMP) of the Company w.e.f. 1st March, 2026, to fill the vacancy caused by the resignation of Ms. Sonal Gupta.

(viii) **Mr. Vimal Bhatnagar (DIN: 11089200):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee has appointed Mr. Vimal Bhatnagar (DIN: 11089200) as Additional Non-Executive Independent Director of the Company w.e.f. 11th June, 2026 for a term of 5 (Five) consecutive years which has been placed before the members through postal ballot for their approval.

(ix) **Ms. Prerna Singh (DIN: 10153909):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee has appointed Ms. Prerna Singh (DIN: 10153909) as Additional Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years which has been placed before the members through postal ballot for their approval.

(x) **Mr. Babu Ram Somani (DIN: 09517274):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee has appointed Mr. Babu Ram Somani (DIN: 09517274) as Additional Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years which has been placed before the members through postal ballot for their approval.

(xi) **Mr. Alok Gupta:** The Board of Directors, at its meeting held on 1st July, 2026, upon the recommendation of the Nomination & Remuneration Committee, appointed Mr. Alok Gupta as Chief Financial Officer (KMP) of the Company w.e.f. 1st July, 2026, to fill the vacancy caused by the resignation of Mr. Moxit Modi.

(xii) **Mr. Harshendra Mandloi:** The Board of Directors, at its meeting held on 27th July, 2026, approved the appointment of Mr. Harshendra Mandloi as Company Secretary & Compliance Officer (KMP) of the Company w.e.f. 27th July, 2026, in place of Mrs. Purva Jhanwar, who had ceased to hold the said office w.e.f. 6th May, 2026.

(xiii) **Mr. Rahul Khadriya (DIN: 03578394):** The Board of Directors, upon the recommendation of the Nomination & Remuneration Committee has appointed Mr. Rahul Khadriya (DIN: 03578394) as Additional Director (Independent) of the Company, not liable to retire by rotation, for a term of 5 (Five) consecutive years which has been placed before the members through postal ballot for their approval.

B) RESIGNATION(S):

(i) **Mr. Anil Kumar Bhalla (DIN: 00587533),** Managing Director & CEO of the Company, resigned from the position w.e.f. 31st May, 2025, on account of personal commitments. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Bhalla during his association as Managing Director & CEO of the Company.

(ii) **Mr. Pulkit Gupta (DIN: 07026809),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. 19th August, 2025, on account of unavoidable circumstances. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Gupta during his association as a Non-Executive Independent Director of the Company.

(iii) **Mr. Namit Gupta (DIN: 09240827),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. 19th August, 2025, on account of unavoidable circumstances. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Gupta during his association as a Non-Executive Independent Director of the Company.

(iv) **Mr. Akhil Bansal (DIN: 07398573),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. 19th August, 2025, on account of unavoidable circumstances. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Bansal during his association as a Non-Executive Independent Director of the Company.

(v) **Mrs. Shipra Shroff (DIN: 10630750),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. 19th August, 2025, on account of unavoidable circumstances. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mrs. Shroff during her association as a Non-Executive Independent Director of the Company.

(vi) **Mr. Vipin Kumar Vij,** Chief Financial Officer (KMP) of the Company, resigned from the position w.e.f. 12th November, 2025, on account of personal commitments/pre-occupations. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Vij during his association as Chief Financial Officer of the Company.

(vii) **Ms. Sonal Gupta,** Company Secretary & Compliance Officer (KMP) of the Company, resigned from the position w.e.f. 11th December, 2025, on account of other professional commitments. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Ms. Gupta during her association as Company Secretary of the Company.

(viii) **Mrs. Purva Jhanwar,** Company Secretary & Compliance Officer (KMP) of the Company, resigned from the position w.e.f. 6th May, 2026, on account of personal reasons. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mrs. Jhanwar during her association as Company Secretary of the Company.

(ix) **Mr. Moxit Modi,** Chief Financial Officer (KMP) of the Company, resigned from the position w.e.f. 2nd June, 2026, on account of personal and family commitments. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Modi during his association as Chief Financial Officer of the Company.

(x) **Mrs. Kiran Vohra (DIN: 05251615),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. the close of business hours on 11th June, 2026, on account of unavoidable personal circumstances. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mrs. Vohra during her association as a Non-Executive Independent Director of the Company.

(xi) **Mrs. Isha Deepak Shah (DIN: 11219718),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. the close of business hours on 11th June, 2026, on account of pre-occupation and other commitments. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mrs. Shah during her association as a Non-Executive Independent Director of the Company.

(xii) **Mr. Gaurav Chawla (DIN: 06894334),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. the close of business hours on 11th June, 2026, on account of unavoidable personal circumstances. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Chawla during his association as a Non-Executive Independent Director of the Company.

(xiii) **Mr. Umang Kaushik Shah (DIN: 11263043),** Non-Executive and Independent Director of the Company, resigned from the position of Director w.e.f. the close of business hours on 11th June, 2026, on account of pre-occupation. The Board has placed on record its deep appreciation for the invaluable support and guidance received from Mr. Shah during his association as a Non-Executive Independent Director of the Company.

The policy on Directors and KMPs appointment and remuneration, including the criteria for determining the qualifications, positive attributes and independence of Directors is enclosed as **Annexure D**.

Declarations and Confirmation on Independent Director(s)

Independent Directors have submitted their declaration of independence, stating that:

They continue to fulfil the criteria of independence as required pursuant to section 149(6) read with schedule IV of the Act and regulation 16(1)(b) of the SEBI Listing Regulations;

They have confirmed that they are not aware of any circumstances or situation which exist or may be anticipated, that could impair or impact their ability to discharge their duties in terms of regulation 25(8) of SEBI Listing regulation.

They are not debarred from holding the office of Director pursuant to any SEBI order or order of any such authority; and

There has been no change in the circumstances affecting their status as Independent Director of the Company.

All Independent Directors have affirmed compliance to the code of conduct for independent directors as prescribed in schedule IV to the Act. In Boards opinion, the Independent Directors are persons of high repute, integrity and possess the relevant expertise and experience in their respective fields. The Independent Directors have also confirmed that they have complied with the Companys code of conduct. Independent Directors have also confirmed that they have registered their names in the independent director databank with the Indian Institute of Corporate Affairs.

16. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

(i) In the preparation of the Annual Accounts, the applicable accounting standards have been followed and there are no material departures;

(ii) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit/ Loss of the Company for that period;

(iii) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) They have prepared annual accounts on a going concern basis;

(v) They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operate effectively;

(vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Companys internal financial controls were adequate and effective during the financial year 2025-26.

17. AUDIT COMMITTEE

The Audit Committee comprised of 3 Independent Directors as its members as on 31st March, 2026. The Chairman of the Committee is an Independent Director. The Members possess adequate knowledge of accounts, audit, finance, etc.

The composition of the Audit Committee is in conformity with requirements as per the Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

During the year ended 31st March, 2026, the Committee met 6 (Six) times. For further details, please refer Report on Corporate Governance attached to this Annual Report.

18. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure E** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The Policy is available on the website of the Company at www.oswalgreens.com.

19. COST RECORDS

As required under Rule 8(5)(ix) of the Companies (Accounts) Rules, 2014 as amended, the Company confirms that maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable on the Company.

20. DISCLOSURE ON VIGIL MECHANISM

Your company is deeply committed to highest standards of ethical, moral and legal business conduct. It ensures that it provide a respectful working environment not only for all its employees, but for all external parties too. Accordingly, the Board of Directors has formulated Vigil Mechanism which is in compliance with the provisions of Act & Rules made thereunder, and Listing Regulations through which Directors, employees and business associates may report unethical behaviour, malpractices, wrongful conduct, fraud, violation of Companys code of conduct without fear of reprisal. This Mechanism provides for adequate safeguards against victimization of the Whistle Blower.

It is affirmed that no personnel of the Company have been denied access to the Audit Committee. The Vigil Mechanism has been posted on the website of the Company at www.oswalgreens.com.

21. CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adheres to the Corporate Governance requirements set out by the Securities and Exchange Board of India ("SEBI"). The Company always places major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the important dictum that an organisations corporate governance philosophy is directly linked to high performance.

The Company is committed to adopting and adhering to established world-class corporate governance practices. The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large, and strives to serve their interests, resulting in creation of value and wealth for all stakeholders. The report on Corporate Governance as stipulated under the Listing Regulations forms part of the Annual Report. The compliance report on corporate governance and a certificate from M/s. Anuj Gupta & Associates, Company Secretaries regarding compliance of the conditions of corporate governance, as stipulated under Chapter IV of Listing Regulations is attached herewith as **Annexure F** to this report.

22. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report for the year under review is presented in a separate segment as **Annexure G**.

23. POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company has in place a Policy on Prevention of Sexual Harassment at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("Prevention of Sexual Harassment of Women at Workplace Act") and Rules framed therein an Internal Complaints Committee has also been set up to redress complaints received regarding sexual harassment.

The Company is committed to providing a safe and conducive work environment to all of its employees and associates and it is ensured organization wide dissemination of the Policy and the provisions of Prevention of Sexual Harassment of Women at Workplace Act by conducting sessions throughout the Company.

The following is a summary of sexual harassment complaints received and disposed of during the year:

a)	Number of complaints pending at the beginning of the year	NIL
b)	Number of complaints received during the year	NIL
c)	Number of complaints disposed off during the year	NIL
d)	Number of cases pending at the end of the year	NIL

The Sexual Harassment policy is posted on the website of the Company at www.oswalgreens.com.

24. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The information required under section 197 of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

S. No.	Executive Directors	Designation	Ratio of remuneration to median remuneration of employees
1	Mrs. Aruna Oswal	Chairperson & Whole-time Director	71.30:1
2	Mr. Anil Kumar Bhalla*	Managing Director & CEO	11.09:1

*Mr. Anil Kumar Bhalla resigned as Managing Director & CEO w.e.f. 31st May, 2025.

The percentage increase in remuneration of each Director and KMP viz, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year 2025-26:

S. No.	Name of Executive Directors/KMP	Designation	% increase in Remuneration FY 2025-26
1	Mrs. Aruna Oswal	Chairperson & Whole-time Director	66%
2	Mr. Vipin Kumar Vij*	Chief Financial Officer	-
3	Mr. Moxit Bhupendra Modi**	Chief Financial Officer	-
4	Ms. Sonal Gupta***	Company Secretary & Compliance Officer	-
5	Mrs. Purva Jhanwar****	Company Secretary & Compliance Officer	-

*Mr. Vipin Kumar Vij resigned as CFO w.e.f. 12th November, 2025;

**Mr. Moxit Bhupendra Modi was appointed as CFO w.e.f. 10th February, 2026.

***Ms. Sonal Gupta resigned as Company Secretary w.e.f. 11th December, 2025;

****Mrs. Purva Jhanwar was appointed as Company Secretary w.e.f. 1st March, 2026.

The percentage increase in median remuneration of employees for the financial year 2025-26: NIL

The number of permanent employees on the rolls of the Company as on 31st March, 2026: 39

Average percentile increases in salaries of employees other than managerial personnel in the last financial year, and its comparison with the percentile increase in managerial remuneration, along with justification and any exceptional circumstances: NIL

It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy and Board Diversity Policy of the Company.

A statement comprising the names of top 10 employees in terms of remuneration drawn and every person employed throughout the year, who were in receipt of remuneration in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not being sent along with this annual report to the members of the Company in line with the provisions of Section 136 of the Act. Members who are interested in obtaining these particulars may write email to the Company Secretary on cs@oswalgreens.com.

25. BOARD EVALUATION

The Board of Directors have carried out formal annual evaluation of its own performance, Board Committees and individual Directors pursuant to the provisions of the Act and the Corporate Governance requirements as prescribed by the Listing Regulations.

The Nomination & Remuneration Committee framed questionnaires for evaluation of performance of the Board as a whole, Board Committees (viz. Audit Committee, Stakeholders' Relationship Committee, Nomination & Remuneration Committee & Corporate Social Responsibility Committee); Individual directors and the Chairperson, on various criteria outlined in the Guidance Note on Board Evaluation issued by SEBI on 5th January, 2017.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, contribution at the meetings, focus on governance information and functioning, etc. The performance of the Committees was evaluated by the Board after seeking inputs from Committee members on the basis of the criteria such as the composition of Committees, effectiveness of Committee meetings, compliance and control etc.

The Board reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual Director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairperson was also evaluated on the key aspects of her role.

26. INDEPENDENT DIRECTORS MEETING

In accordance with the Listing Regulations, read with Section 149 (8) and Schedule-IV of the Act. The Independent Directors of the Company met on 10th February, 2026, inter alia review and discuss the following:

(i) Review the performance of non-Independent Directors and the Board of Directors as a whole;

(ii) Review the performance of the Chairperson of the Company, taking into account the views of the Executive and Non-Executive Directors;

(iii) Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

27. NUMBER OF MEETINGS OF BOARD

During the financial year ended 31st March, 2026, the Board of Directors met ten (10) times, on 10th April, 2025, 21st May, 2025, 10th July, 2025, 7th August, 2025, 8th August, 2025, 29th August, 2025, 4th November, 2025, 10th February, 2026, 12th February, 2026 and 25th February, 2026. For further details regarding these meetings, Members may please refer to the Report on Corporate Governance, which forms part of the Annual Report.

28. COMMITTEES OF THE BOARD

At present, four standing committees of the Board of Directors are in place viz. Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee which have been constituted in accordance with the applicable provisions of the Act and Listing Regulations. During the year, recommendations of these committees were accepted by the Board of Directors. For more details on the composition of the Committees, meetings held during the year, the Members may please refer the Report on Corporate Governance which forms part of the Annual Report.

29. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Adequate internal control systems commensurate with the nature of the Companys business, size and complexity of its operations are in place and have been operating satisfactorily.

Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations. Internal control systems are designed to ensure that all assets and resources are acquired economically, used efficiently and adequately protected.

Adequacy of internal financial control with reference to financial statements: The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

30. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED UNDER SECTION 186 OF COMPANIES ACT, 2013

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose are given in the notes to the Financial Statement.

31. PARTICULARS OF CONSERVATION OF ENERGY/TECHNOLOGY ABSORPTION/FOREIGN EXCHANGE EARNINGS AND OUTGO

Information regarding conservation of energy and technology absorption: At Oswal Greentech Limited, our continuous approach is towards achieving maximum energy efficiency and absorption of technology in our operations and initiatives undertaken by the Company.

Foreign exchange earning and outgo: During the year, there were no foreign exchange earnings and outgo.

32. RISK MANAGEMENT

The Company has in place comprehensive risk assessment and minimization procedures, which are reviewed by the Board periodically.

Our risk management framework is designed to be simple, consistent and clear for managing and reporting risks from the Groups businesses to the Board. Our management systems, organizational structures, processes, standards and code of conduct together form the system of internal controls that govern how we conduct business and manage associated risks. We have a multi-layered risk management framework to effectively mitigate the various risks, which our businesses are exposed to in the course of their operations.

Major risks identified by businesses and functions are systematically addressed through mitigating actions. Risk officers have also been formally nominated at operating businesses, as well as at Group level, to develop the risk-management culture within the businesses.

Our Risk Management Framework is designed to help the organization to meet its objectives through alignment of operating controls with the Companys mission and vision. In the opinion of the Board there has been no identification of elements of risk that may threaten the existence of the Company.

The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

The risk management policy has been posted on website of the Company at www.oswalgreens.com.

33. APPRECIATION AND ACKNOWLEDGMENT

Your directors take this opportunity to place on record their sincere gratitude for assistance and co-operation received from Central & State Governments, banks, financial institutions, shareholders, business associates and esteemed customers for their continued support and assistance during the year.

Your directors also place on record their appreciation for the excellent contribution made by all employees of Oswal Greentech Limited through their commitment, competence, co-operation and diligence to duty in achieving consistent growth of the Company.

By the order of the Board
For Oswal Greentech Limited

Sd/-
Aruna Oswal
Chairperson & Whole time Director
DIN: 00988524

Date: 24th August, 2026
Place: New Delhi