

 **BLAL**  
**BEML LAND ASSETS LIMITED**

(CIN: L70109KA2021GOI149486)

Schedule 'C' Company under Ministry of Defence, GoI

Ref: CS/BLAL/5thAGM/189

08.08.2026

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| National Stock Exchange of India Ltd.<br>Listing Compliance Department<br>Exchange Plaza, Bandra-Kurla Complex, Bandra<br>(East),<br>MUMBAI - 400 051<br>Symbol: <b>BLAL</b> | The BSE Limited<br>Listing Compliance Department<br>P.J. Towers, 26 <sup>th</sup> Floor,<br>Dalal Street,<br>MUMBAI - 400 001<br>Scrip code: <b>543898</b> |
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Dear Sir / Madam,

**Sub: Intimation of 5th Annual General Meeting (AGM), Cut-off date for E-voting, Book Closure and Notice of AGM**

We wish to inform that the 5th Annual General Meeting (AGM) of the Company will be held on **Monday, 31<sup>st</sup> August, 2026 at 11:30 Hours** at the Registered Office of the Company at BEML Soudha, No.23/1, 4th Main SR Nagar, Bengaluru – 560027 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), to transact the business as set out in the AGM Notice in accordance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. The copy of Notice of 5th AGM is enclosed herewith.

Further, in connection with the 5th AGM, the Company has fixed the following dates: -

| <i>S. No.</i> | <i>Particulars</i>                                                                                | <i>Day &amp; Date</i>                                                                                                         |
|---------------|---------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|
| 1             | Cut-off date for determining the eligibility of shareholders for remote e-voting/ e-voting at AGM | Monday, 24th August, 2026                                                                                                     |
| 2             | Closure of Register of Members and Share Transfer Books for AGM                                   | <b>From:</b> Tuesday, 21 <sup>st</sup> August, 2026<br><b>To:</b> Monday, 31 <sup>st</sup> August, 2026 (both days inclusive) |
| 3             | Remote e-voting to cast votes electronically                                                      | <b>From:</b> Friday, 28 <sup>th</sup> August 2026 (09:00 AM)<br><b>To:</b> Sunday, 30 <sup>th</sup> August 2026 (05:00 PM)    |

Thanking you,

For **BEML Land Assets Limited**

BHARTI  
RAMCHANDANI  
NI  
Digitally signed by  
BHARTI RAMCHANDANI  
Date: 2026.08.08  
09:29:03 +05'30'

Bharti Ramchandani

**Company Secretary & Compliance Officer**

ICSI Memb. No.: F11561

**Encl: As above**



BEM LAND ASSETS LIMITED

(CIN: L70109KA2021GOI149486)

Schedule 'C' Company under Ministry of Defence, Govt of India

BEM Soudha, No.23/1, 4<sup>th</sup> Main, S.R. Nagar, Bengaluru – 560027, Karnataka, India

Tel: 080-22963140, Email: [cs@blal.in](mailto:cs@blal.in), Website: [www.blal.in](http://www.blal.in)

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## **NOTICE**

**NOTICE** is hereby given that the 05<sup>th</sup> Annual General Meeting of the Members of BEM Land Assets Limited will be held on Monday, the **31st August, 2026** at **11.30 A.M.** the Registered Office of the Company at BEM Soudha, No.23/1, 4<sup>th</sup> Main SR Nagar, Bengaluru – 560027 **through Video Conferencing / Other Audio-Visual Means (VC/OAVM)**, to transact the following business:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2026, together with the Reports of the Board of Directors and the Auditors thereon.
2. To consider and if thought fit, to pass, with or without modification(s), the following resolution for fixation of Remuneration of Statutory Auditors for the year 2026-27:

**“RESOLVED** that pursuant to the provisions of Section 142 of the Companies Act, 2013, the Board of Directors of the Company be and is hereby authorized to fix the remuneration and other terms and conditions of the Statutory Auditors of the Company appointed by the Comptroller and Auditor General of India for the financial year 2026-27.”

## **SPECIAL BUSINESS**

- 3. To consider and if thought fit, to pass the following resolution for extension of term of appointment of Chairman & Managing Director as an Ordinary Resolution:**

**“RESOLVED** that pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17(1C) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, the extension of term of appointment of Shri Shantanu Roy (DIN: 10053283) as Chairman & Managing Director with effect from 01.02.2026, as per the terms and conditions as stipulated by the Government of India, be and is hereby approved.”

- 4. To consider and if thought fit, to pass the following resolution for extension of term of appointment of Non-executive Director as an Ordinary Resolution:**

**“RESOLVED** that pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 17(1C) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, the extension of term of appointment of Shri Anil Jerath (DIN: 09543904) as Non-Executive Director with effect from 01.02.2026, as per the terms and conditions as stipulated by the Government of India, be and is hereby approved.”

- 5. To consider and if thought fit, to pass the following resolution for appointment of Government Nominee Director as an Ordinary Resolution:**

**“RESOLVED** that pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 30 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, the appointment of Smt Rolley Mahendra Varma as Government Nominee Director with effect from 27.04.2026, as per the terms and conditions as stipulated by the Government of India, be and is hereby approved.”

**6. Appointment of Secretarial Auditors of the Company from FY 2026-27 for the term of 5 (Five) consecutive years Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 (“the Act”) read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modifications, amendments or re-enactments thereto), and further read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended to date, consent of the Company be and is hereby accorded for the appointment of M/s. MMA and Partners (Formerly known as M/s Manish Mishra & Associates), Company Secretaries (Firm Registration No. P2015UP081000), as the Secretarial Auditor of the Company from the conclusion of 05th AGM till the conclusion of 10th AGM, to carry out the Secretarial Audit for a period of five consecutive financial years i.e., from FY 2026-2027 to FY 2030-31 on such terms of remuneration, including reimbursement of out-of-pocket expenses, as may be mutually agreed to between the Board of Directors of the Company and the Secretarial Auditor.

**“RESOLVED FURTHER THAT** consent of the Company be and is accorded to the Board of Directors and the Company Secretary to do all such acts, deeds and things and to execute all such documents, instruments and writings, as may be required, to give effect to the aforesaid resolution.

**“RESOLVED FURTHER THAT** the Board, be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or Company Secretary or any other Officer(s)/Authorized Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to this resolution(s).”

**“RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby confirmed, approved, and ratified in all respects.”

By Order of the Board,  
For BEML Land Assets Limited

BHARTI  
RAMCHANDANI

Digitally signed by  
BHARTI RAMCHANDANI  
Date: 2026.08.08  
09:25:57 +05'30'

Bharti Ramchandani  
Company Secretary  
FCS: 11651

Place: Bengaluru

Date: 08.08.2026

**NOTES:**

1. MCA vide General Circular No.09/2024 dated 19.09.2024, in continuation to the General Circular No.20/2020 dated 05.05.2020, General Circular No.02/2022 dated 05.05.2022, General Circular No.10/2022 dated 28.12.2022 and General Circular No.03/2025 dated 22.09.2025 after due examination, it has been decided to allow companies whose AGMs are due in the year 2024 or 2025, to conduct their AGMs through VC or OAVM on or before 30th September, 2026 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No.20/2020 dated 05.05.2020. Accordingly, the Annual Report and Notice of AGM shall be sent by email to the members and to all other persons so entitled and the AGM is held through VC/OAVM.
2. Further, the Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03.10.2024 has relaxed the applicability of regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) for Annual General Meetings (AGMs) and regulation 44(4) of the LODR Regulations for general meetings (in electronic mode) held till September 30, 2025 based on MCA General Circular as mentioned above. However, in terms of Regulation 36(1)(c) of LODR Regulations, Company will send hard copy of full Annual Report to those shareholders who request for the same by sending a request letter at Company's Registered Office or by email to [cs@blal.in](mailto:cs@blal.in).
3. In accordance with the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) read with Clarification / Guidance on applicability of SS-2 dated April 15, 2020 issued by the ICSI the

proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at BEML Soudha.

4. Pursuant to the Circulars issued by MCA and SEBI, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. The letter of appointment of representative(s) of the President of India or the Governor of a State; or the authorisation in respect of representative(s) of the Corporations shall be received by the Company at its Registered Office or by email to [cs@blal.in](mailto:cs@blal.in).
5. In view of the above, Members can attend and participate in the ensuing AGM through VC/OAVM. The Members can join the meeting 15 minutes prior to scheduled time of the commencement of the meeting or during the meeting. 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 Companies Act, 2013.
6. The documents relating to Register of Directors and KMP and their shareholding maintained under Section 170 of the Companies Act, 2013 and Register of Contracts and Arrangements in which directors are interested under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an e-mail to [cs@blal.in](mailto:cs@blal.in).
7. The Annual Report 2025-26, Notice of 05<sup>th</sup> AGM along with instructions for e-voting are being sent by electronic mode to members whose email IDs are registered with the Company/ Depository Participants, unless a member has requested for a physical copy. Members may visit the website of the Company [www.blal.in](http://www.blal.in) for more information on the Company.
8. Members are requested to address all correspondence in relation to share matters to the Company's Registrar & Share Transfer Agent (RTA), M/s. Integrated Registry Management Services Private Limited at the following address:

M/s Integrated Registry Management Services Private Limited  
No.30, Ramana Residency, 4th Cross, Sampige Road  
Malleswaram, Bengaluru - 560 003  
CIN: U74900TN2015PTC101466  
Ph: 080-23460815/ 818  
E-mail: [giri@integratedindia.in](mailto:giri@integratedindia.in), [customercare@integratedindia.in](mailto:customercare@integratedindia.in)  
Website: [www.integratedindia.in](http://www.integratedindia.in)

9. SEBI vide its circulars no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021, SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 had mandated to furnish PAN, KYC details and Nomination of physical shareholders to the RTA of the Company, failing which all such physical folios shall stand frozen with effect from October 1, 2023. In this regard, Company sent letter along with requisite forms to all the physical shareholders. Further, all the requisite forms i.e., ISR-1, ISR-2, ISR-3, SH-13 and SH-14 for registering PAN, KYC details or changes and/ or Updation, Confirmation of Signature by Bank, Declaration for opting-out of Nomination, Request for registering Nomination and Request for Cancellation or Variation in Nomination respectively are available at <https://www.integratedindia.in/Corporate-Container.aspx>.

Members are requested to register such details or intimate changes, if any, to their DP's in case the shares are held in electronic form and to RTA of the Company in case the shares are held in physical form in the prescribed formats.

10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. Further, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider

converting their holdings to dematerialized form. Members can contact the Company or Company's RTA for assistance.

Further, SEBI vide its circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/ 2022/8 dated January 25, 2022, has mandated the issuance of securities in dematerialised form only in case of requests received for Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, Endorsement, Sub-division/ Splitting of securities certificate, Consolidation of securities certificates/ folios, Transmission and Transposition. Members are requested to furnish Form ISR-4 hosted at <https://www.integratedindia.in/Corporate-Container.aspx> along with the respective forms mentioned hereabove for executing aforesaid requests.

12. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with RTA of the Company, in case the shares are held by them in physical form.
13. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs and SEBI, the Company is providing 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 CDSL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by CDSL.
14. In line with the MCA and SEBI Circulars, the 05<sup>th</sup> Annual Report including Notice will be sent in electronic form to the shareholders whose registered e-mail IDs are available with the Company/ RTA. For those members who have not registered their email IDs, can obtain the Notice and Annual Report from website of the Company [www.blal.in](http://www.blal.in). The Notice and Annual Report 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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. Further, the Notice and

Annual Report is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://www.evotingindia.com). In addition, the notice of Annual General meeting published by advertisement in terms of Regulation 47 of SEBI (LODR) Regulations, 2015 shall contain a link to the annual report so as to enable shareholders to have access to the full annual report.

15. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. Monday, 24th August, 2026 may cast their vote through remote e-voting, and e-voting at Annual General Meeting.
16. In terms of Regulation 42 of the SEBI (LODR) Regulations, 2015, the Register of Members and Share Transfer Book will remain closed from 21.08.2026 to 31.08.2026 (both days inclusive) for the purpose of the AGM.
17. The remote e-voting begins on Friday, 28th August 2026 (09:00 AM)., and ends on Sunday, 30th August 2026 (05:00 PM) (both days inclusive). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 24.08.2026 (Monday) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
18. M/s MMA and partners, Practicing Company Secretary Firm, has been appointed as the Scrutinizer by the Board for providing a facility to the Members of the Company to scrutinize the remote e-voting process before the AGM as well as remote e-voting during the AGM fairly and transparently.

Institutional/ Corporate Shareholders are required to send a scanned copy of its Board or Governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to [fcsmanishmishra@gmail.com](mailto:fcsmanishmishra@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) (CDSL).

19. The Scrutinizer shall submit his report to the Chairman or any other person authorized by the Chairman after the completion of the scrutiny of the e-voting, not later than 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's Report shall be communicated to the Stock Exchanges on which

the Company's shares are listed, CDSL and RTA and will also be displayed on the Company's website at [www.blal.in](http://www.blal.in).

**20. The Instructions for e-voting System – Remote & E-Voting Facility:**

**CDSL e-Voting System – For e-voting and Joining Virtual meetings**

- (a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting during AGM will be provided by CDSL.
- (b) 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 the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.

**THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

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

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

- (i) The remote e-voting begins on Friday, 28th August 2026 (09:00 AM)., and ends on Sunday, 30th August 2026 (05:00 PM) (both days inclusive). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 24.08.2026 (Monday) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

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

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

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

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

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

| Type of shareholders                                                          | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|-------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"><li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/ Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; select My Easi New Tab.</li><li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New and then click on registration option.</li><li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will</li></ol> |

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|--------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                      | <p>authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b> | <ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site</li> </ol> |

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|                                                                                                                    | <p>wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                              |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password option available at abovementioned website.

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

|            |                  |
|------------|------------------|
| Login type | Helpdesk details |
|------------|------------------|

|                                                                           |                                                                                                                                                                                                                            |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000                   |

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

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

|     |                                                                                                                                                                                                                                                                                                                                           |
|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|     | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>                                                                                                                                                                                                                                          |
| PAN | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number</li> </ul> |

|                               |                                                                                                                                                                                                      |
|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                               | sent by Company/ RTA or contact Company/ RTA.                                                                                                                                                        |
| Dividend Bank Details         | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.                                               |
| <b>OR</b> Date of Birth (DOB) | <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul> |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant BEML Land Assets Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your

vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;

[cs@blal.in](mailto:cs@blal.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/ OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/ OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi

Marg, Lower Parel (East), Mumbai – 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.

By Order of the Board,  
For BEML Land Assets Limited

Bharti Ramchandani

Place: Bengaluru

Date: 08.08.2026

Company Secretary & Compliance Officer  
FCS: 11651

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 Item No. 3 and 5 – Extension of term and Appointment of Directors**

In terms of Article 64 of the Articles of Association of the Company, the Board of Directors of Company has power to appoint the Directors of the Company from time to time and also shall determine the terms of office of such Directors. Being a Government Company, the President of India is vested with the power to appoint the Directors. Accordingly, the following extension of term of appointments / appointment on the Board of your Company has been made as per the directives of the President of India:

- (i) Shri Shantanu Roy (DIN: 10053283), as Chairman & Managing Director of the Company:

The Ministry of Defence MoD Letter No. No. 8(2)/2019 -D(BEML)/(M&P) dated 07.05. 2026 the term of appointment of Shri Shantanu Roy, as Chairman and Managing Director of Board and Key Managerial Personnel (KMP) of the Company be and is hereby extended with effect from 01.02.2026

- (ii) Shri Anil Jerath (DIN: 09543904), as Director under Non-Executive Category of the Company.

(MoD) vide letter No.8(2)/2019-D(BEML) dt. 16.02.2026, communicated the extension of additional charge of the post of Director (Finance), BLAL to Shri Anil Jerath, Director (Finance), BEML Limited for a further period of one year with effect from 01.02.2026 to 31.08.2026 (copy enclosed as **Annexure-I**).

- (iii) The Ministry of Defence (MoD) vide letter No. 8(32)/2019-D(Coord)/(DDP) dated 27.04.2026, communicated the Appointment of the Government Nominee Director Smt. Rolley Mahendra Varma (DIN:009579478) on the Board of BEML Land Assets Limited (BLAL).

Further, pursuant to the provisions of the Companies Act, 2013, Regulation 17(1C) of SEBI Listing regulations, it is necessary to place the aforesaid extension of term of appointments before the members of the Company seeking their approval for regularization.

The Board of Directors of the Company recommends the Ordinary resolution(s) as set out at Item No. 3 to 5 in the notice for approval of the Shareholders. None of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested financially or otherwise, in the Resolution(s) as set out in the Notice.

**Profile of Directors whose term of appointment has been extended / appointed:**

In terms of Regulation 36(3) of the SEBI Listing Regulations and Clause 1.2.5 of Secretarial Standard - 2 on General Meetings, a brief Profile of appointees is given as under:

| Particulars                      | Shri Shantanu Roy                                                                           | Shri Anil Jerath                                                              | Smt. Rolley Mahindra Varma                                                        |
|----------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|
| Director Identification Number   | 10053283                                                                                    | 09543904                                                                      | 09579478                                                                          |
| Date of Birth                    | 18.06.1969                                                                                  | 12.08.1966                                                                    | 13.07.1969                                                                        |
| Initial Date of Appointment      | 01.02.2024                                                                                  | 01.02.2024                                                                    | 27.04.2026                                                                        |
| Extension of term of appointment | 01.02.2026 to 31.01.2027                                                                    | 01.02.2026 to 31.08.2026                                                      | NA                                                                                |
| Qualification                    | (i) MBA in Financial Management<br>(ii) Graduate in Electrical Engineering from NIT, Raipur | Cost and Management Accountant from the Institute of Cost Accountant of India | Smt Rolley Mahendra Varma is a Science Graduate and holds a Masters in Journalism |

|            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Experience | <p>He is having more than 31 years of extensive experience in the capital goods sectors for Defence, Mining &amp; Construction, Transportation, Transmission, Renewable and large power projects. A Six sigma Black Belt certified professional and widely traveled, he is adept at various models of project financing, mechanisms and processes for financial closure of large projects, international laws, arbitration rules, international legal &amp; arbitration cases and statutory &amp; legal compliances.</p> <p>Holding the charge as CMD, BEML Limited, his tenure has been defined by ground-breaking achievements, including the successful test-firing of India's first indigenously designed and manufactured 1500 HP combat vehicle engine, the development of the first prototype Vande</p> | <p>Before joining BEML, he has worked as the Additional Director at Chhattisgarh State Electricity Board (CSEB), Raipur and has worked at Bharat Aluminium Company Limited (BALCO), Korba. He has rich &amp; varied experience of 34 years in Government, Public &amp; Private Sectors with wide exposure in all aspects of Accounting &amp; Financial Management, Accounts Finalisation and Audit, Tax Planning and Tax Management, analysing the financial viability of new ventures/new projects and forecast the amount of project finance/fund requirement, conceptualizing and implementing financial procedures including working capital management, internal financial controls and target costing. He is also a Director (Finance) on the Board of M/s BEML LIMITED.</p> | <p>She is a Science Graduate and holds a Masters in Journalism. She joined IOFS cadre, Ministry of Defence, Ordnance Factory Board in the year 1994. She is currently posted as Head of Indigenisation Division, Department of Defence Production, Ministry of Defence. In addition, she had served in various capacities in the Ministry of Defence, Ordnance Factory Board, Ministry of Information and Broadcasting, Central Vigilance Commission, Niti Aayog and Small Arms Factory, Kanpur. She has a vast and rich experience of over 32 years in wide array of fields like financial matters of employees, vigilance matters, functioning of media units, policy matters related to infrastructure connectivity and mobility, etc.</p> |
|------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |  |
|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|
|  | <p> Bharat Sleeper Trainset, the launch of the country's first Electric Rope Shovel, and securing the prestigious order to manufacture rolling stock for India's first High-Speed Bullet Train. In his tenure indigenously designed and developed and rolled out 12x12 High Mobility Vehicle. With a forward-looking approach, Shri Roy has redefined BEML's business structure by establishing 14 Strategic Business Units from its traditional three divisions—Defence &amp; Aerospace, Rail &amp; Metro, and Mining &amp; Construction. His commitment to fostering innovation and self-reliance has led to the creation of specialized research and development verticals, including the Futuristic Product Innovation &amp; Incubation Centre (FPIIC), focused on next-generation indigenous technologies, and Corporate Technology Planning &amp; Alliance </p> |  |  |
|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|

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|-----------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|-----|
|                                                                       | <p>Management (CTPAM), dedicated to strategic collaborations and innovation-driven solutions.</p> <p>Recognized for his transformative leadership, Shri Roy has been honoured with several prestigious accolades, including the CEO of the Year – PSU (Defence &amp; Aerospace) by the World HRD Congress, the CMD Leadership Award 2024 by Governance Now, and the PSU Leadership Award 2025 for his outstanding contributions.</p> |                                                                                                |     |
| Directorships held in other Listed Companies                          | BEML Limited                                                                                                                                                                                                                                                                                                                                                                                                                         | BEML Limited                                                                                   | Nil |
| Cessation from Listed entities in past three years                    | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                  | Nil                                                                                            | Nil |
| Chairmanship/ Membership of Committees held in other listed companies | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                  | <p>(i) Member- Stake Holder Relationship Committee (BEML Limited)</p> <p>(ii) Member- Risk</p> | NIL |

|                                                                                |                                                                                                                         |                                                                                                                             |                                                                                                                               |
|--------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|
|                                                                                |                                                                                                                         | Management Committee (BEML Limited)<br>(iii) Member- CSR & Sustainability Committee (BEML Limited)                          |                                                                                                                               |
| Relationship with other Directors and Key Managerial Personnel                 | NIL                                                                                                                     | NIL                                                                                                                         | NIL                                                                                                                           |
| Number of Equity shares held in the Company                                    | NIL                                                                                                                     | NIL                                                                                                                         | NIL                                                                                                                           |
| Number of Board Meetings attended during FY 2023-24, 2024-25, and 2025-26      | FY 2023-24: 2 / 2<br>FY 2024-25: 4 / 4<br>FY 2025-26: 4 / 4                                                             | FY 2023-24: 2 / 2<br>FY 2024-25: 4 / 4<br>FY 2025-26: 4 / 4                                                                 | NIL                                                                                                                           |
| Terms and conditions of Appointment and remuneration                           | (i) As stipulated by the Government of India<br>(ii) Executive, Non-Independent Director, liable to retire by rotation. | (i) As stipulated by the Government of India<br>(ii) Non-Executive, Non-Independent Director, liable to retire by rotation. | (iii) As stipulated by the Government of India<br>(iv) Non-Executive, Non-Independent Director, liable to retire by rotation. |
| Skills and capabilities required for the role, in case of Independent Director | NA                                                                                                                      | NA                                                                                                                          | NA                                                                                                                            |

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS ITEM NO. 6  
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT") APPROVAL  
FOR THE APPOINTMENT OF M/S MMA & PARTNERS, AS THE SECRETARIAL AUDITOR  
OF THE COMPANY FOR A PERIOD OF 5 CONSECUTIVE YEARS.**

As per section 204 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every Listed Company is required to annex with its Board's Report, a secretarial audit report, issued by a Practising Company Secretary.

The Securities and Exchange Board of India ("SEBI"), vide the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, notified on 12 December 2024, has substituted Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

In terms of Regulation 24A(1)(b) of the SEBI LODR Regulations, with effect from 1 April 2025, every listed entity is required to appoint or re-appoint its Secretarial Auditor with the approval of the shareholders at the Annual General Meeting, based on the recommendation of the Board of Directors. The appointment shall be made for a term in accordance with the provisions prescribed under Regulation 24A. The said Regulation further provides that an individual Secretarial Auditor may be appointed for one term of up to five consecutive years, while a Secretarial Audit Firm may be appointed for not more than two consecutive terms of five years each, subject to the prescribed conditions.

Further, M/s MMA & Partners, Practicing Company Secretaries, Lucknow (Firm Registration No. P2015UP081000) were appointed as the Secretarial Auditor of the Company for a term of three consecutive financial years, i.e., from FY 2023-2024 to FY 2025-2026, pursuant to the provisions applicable at the time of such appointment. The said appointment was made prior to the coming into force of the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, which introduced the requirement for appointment or re-appointment of the Secretarial Auditor of a listed entity to be approved by the shareholders at the Annual General Meeting and also give the consent to act as a Secretarial Auditor for next 5 years.

The Board of Directors of the Company, has recommended the appointment of M/s MMA & Partners, Practicing Company Secretaries, Lucknow (Firm Registration No. P2015UP081000) as the Secretarial Auditors of the Company for a period of five consecutive financial years

commencing from Financial Year 2026-27 and ending with Financial Year 2030-31, subject to the approval of the Members.

M/s MMA & Partners is a Peer Reviewed Firm of Practicing Company Secretaries and possesses extensive experience in corporate laws, securities laws, secretarial audits, corporate governance and regulatory compliances applicable to listed companies. The Firm has confirmed that it satisfies the eligibility criteria prescribed under Regulation 24A of the SEBI LODR Regulations and is not disqualified from being appointed as Secretarial Auditor of the Company.

During the tenure of appointment, the Firm shall undertake the Secretarial Audit of the Company under Section 204 of the Companies Act, 2013 and issue the Secretarial Audit Report in Form MR-3 as prescribed under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Firm shall also issue the Annual Secretarial Compliance Report in terms of Regulation 24A(2) of the SEBI LODR Regulations and such other reports, certificates or opinions as may be required under the applicable provisions of the Companies Act, 2013, SEBI Regulations and other applicable laws from time to time.

The remuneration payable to the Secretarial Auditors shall be determined by the Board of Directors, considering the scope of work, amendments in applicable laws and other relevant factors.

The Board is of the opinion that the proposed appointment of M/s MMA & Partners is in the best interests of the Company and accordingly recommends the Ordinary Resolution set out at Item No.6 of the Notice for approval of the Members.

The details required under the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, read with SEBI Master Circular dated November 11, 2024, including amendments thereto are as follows:

### **Profile**

Established in 2015, MMA & PARTNERS (formerly Manish Mishra & Associates) is a peer-reviewed mid-sized partnership firm of young and dynamic professionals. The firm is dedicated to providing a comprehensive "One-Stop solution" for all corporate compliances and legal requirements. With its Head Office in Lucknow and a branch office in Delhi, MMA & PARTNERS plays a vital role in implementing robust control mechanisms to facilitate proper compliance within India's challenging and ever-evolving regulatory landscape. The firm prides itself on the expertise of its team, the high esteem of its clients, and its

reputation for an unyielding work ethic, consistently adopting innovative tools and technologies to enhance efficiency and client service. The firm specializes in corporate governance and compliance management for various corporate bodies.

| S.No | Detail of Events                            | Information of Events                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|------|---------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.   | Reason for change:<br>Appointment           | Pursuant to the provision of Section 204 of the Companies Act, 2013 read with Regulation 24A of the SEBI (LODR) Regulations, 2015 including amendments thereto, M/s. MMA and Partners (Formerly known as M/s Manish Mishra & Associates) Practicing Company Secretaries, Lucknow is appointed as the Secretarial Auditor of the Company subject to the approval of Members at their ensuing 5th AGM of the Company.                                                                                                                 |
| 2.   | Date of appointment and term of appointment | Date of Appointment:<br>Term of appointment:<br>M/s. MMA and Partners (Formerly known as M/s Manish Mishra & Associates) Practicing Company Secretaries, Lucknow, a Peer-Reviewed Firm appointed as the Secretarial Auditor of the Company for the term of 5 (five) consecutive years effective from FY 2026-27 to FY 2030-31                                                                                                                                                                                                       |
| 3.   | Brief profile (in case of appointment)      | M/s. MMA and Partners (Formerly known as M/s Manish Mishra & Associates) Practicing Company Secretaries, Lucknow was formed in 2015 by Professionals of varied skill sets, to bring out synergy in the corporate legal and corporate advisory services with a pivotal role in Secretarial Audit, catering to wide range of clients, including a large number of local and multinational companies. Its strength is its team of qualified, experienced, and trained professionals who treasure the value of diligence and knowledge. |

|    |                                                                                    |                                                                                                                                                                                                                                                   |
|----|------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|    |                                                                                    | The firm is peer-reviewed in terms of the peer review guidelines issued by the Institute of Company Secretaries of India ('ICSI') bearing Peer Review Certification No. 3163/2023 and the Unique Code of the Firm 'P2015UP081000' issued by ICSI. |
| 4. | Disclosure of relationships between directors (in case of appointment of director) | Not Applicable                                                                                                                                                                                                                                    |