



CASHurDRIVE

E: info@cashurdrive.com

W: www.cashurdrive.com

Date: 31st March 2026

To,
The Manager – Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 400051

Subject: Submission of Notice of Extraordinary General Meeting (EGM) under Regulation 30 of SEBI (LODR) Regulations, 2015

NSE Symbol: CUDML

ISIN: INE0WL201014

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Notice of Extraordinary General Meeting (“EGM”) of the Company scheduled to be held on Thursday, April 30, 2026 at 3:00 P.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

The Notice of the EGM is being sent to the shareholders of the Company in compliance with the applicable provisions of the Companies Act, 2013 and relevant circulars issued by the Ministry of Corporate Affairs and SEBI.

In this regard, please find enclosed herewith the Notice of the EGM for your records and dissemination on your website.

The same is also being made available on the website of the Company.

Kindly take the above information on record.

Thanking you.

For Cash Ur Drive Marketing Limited

Gagan Mahajan
Company Secretary & Compliance Officer
Membership No.: A34028



CASHurDRIVE MARKETING LIMITED

(formerly known as CASHurDRIVE Marketing Private Limited)

Registered Office : 4th Floor, SCO 0032, Sector 17C, Chandigarh G.P.O., Chandigarh, India - 160017

CORPORATE OFFICE : 1103-1104, 11th Floor, World Trade Tower, Noida, U.P. - 201301

CIN : L74999CH2009PLC031677 | Email ID : account@cashurdrive.com | Contact : 0172 - 4667699



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NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting (“EGM”) of the Members of Cash Ur Drive Marketing Limited (“the Company”) will be held on Thursday, 30th day of April, 2026 at 3:00 PM through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

Item No. 1

Approval of Material Related Party Transactions under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

SPECIAL BUSINESS

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

“**RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and Section 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder, and other applicable laws, statutory provisions, if any, and in terms of the Policy on Related Party Transactions of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary, and based on the recommendation and approval of the Audit Committee, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof) to enter into and/or continue to enter into Material Related Party Transaction(s) with **M/s All White Communications LLP, CUD Digital and US Advertising Agency Private Limited** (related parties), as detailed in the Explanatory Statement forming part of this Notice, whether by way of a single transaction or a series of transactions taken together, during the Financial Year 2026–27, provided that such transactions shall be in the ordinary course of business and on an arm’s length basis, and on such terms and conditions as may be mutually agreed between the Company and the respective related party(ies).

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to negotiate, finalise, vary, modify and execute all agreements, contracts, documents and arrangements, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution.

RESOLVED FURTHER THAT all acts, deeds and things already done by the Board of Directors or any person authorised by the Board in connection with the aforesaid Related Party Transaction(s) be and are hereby approved, ratified and confirmed in all respects.”

Item No. 2

AUTHORISATION UNDER SECTION 186 OF THE COMPANIES ACT, 2013

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

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“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company and subject to such other approvals, sanctions and consents as may be required, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee(s) constituted/ to be constituted by the Board to exercise its powers including powers conferred by this resolution and/or by duly authorized persons thereof for the time being exercising the powers conferred on the Board by this resolution) to: (a) give loans, from time to time on such terms and conditions as it may deem expedient to any person or other bodies corporate; (b) give guarantee or provide security in connection with a loan taken by subsidiaries / associates or any person or other body corporate; and (c) acquire by way of subscription, purchase or otherwise securities of anybody corporate from time-to-time, in one or more tranches, upto an aggregate amount of Rs. 100 crores (Rs. One Hundred crores only) outstanding at any point of time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided may exceed sixty percent of the total paid up share capital and free reserves and securities premium account or one hundred percent of its free reserves and securities premium account (whichever is higher) as per section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and finalize the terms and conditions while making investment(s) within the aforesaid limits including the power to transfer, lien and dispose of the investment(s) so made, from time-to-time, giving loan(s) to any person or body corporate or giving guarantee(s) or providing security in connection with a loan(s) to any other person or body corporate as they may deem fit and in the best interest of the Company and to execute all deeds, documents and other writings.

RESOLVED FURTHER THAT the Board be and are hereby authorized to do all such acts, deeds, matters and things to the extent it may be desirable and expedient to give effect to the aforesaid resolution including the power to settle any and all the questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further approval of the members of the Company.”

By order of the Board

For Cash Ur Drive Marketing Limited

(formerly known as Cash Ur Drive Marketing Private Limited)

RAGHU KHANNA
Digitally signed by
RAGHU KHANNA
Date: 2026.03.15
10:24:21 +05'30'

Raghu Khanna
Managing Director
DIN: 02496328
Date: 14.03.2026
Place: Chandigarh

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NOTES FOR MEMBERS' ATTENTION

1. Pursuant to the General Circulars No. 2/2022 and 19/2021 and other circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and other circulars issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are permitted to hold Extraordinary General Meetings ("EGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of Members at a common venue. Accordingly, the EGM of the Company is being held through VC/OAVM in compliance with the aforesaid Circulars.
2. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since the EGM is being held in accordance with the Circulars through VC/OAVM, the facility for appointment of proxies by Members will not be available for this EGM.
3. The participation of Members through VC/OAVM will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Companies Act, 2013.
4. Pursuant to the provisions of Section 113 of the Companies Act, 2013, Body Corporates / Institutional / Corporate Members intending to authorize their representatives to attend the meeting are requested to send to the Company from their registered email ID a scanned copy (PDF/JPG format) of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.
5. Members can join the EGM through 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 EGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large shareholders (holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Committees, Auditors etc., who are allowed to attend the EGM without restriction.
6. In accordance with Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with applicable clarifications, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed venue of the EGM.
7. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of the EGM will also be available on the website of the Company and the websites of the Stock Exchanges, as applicable.
8. In view of the 'Green Initiative in Corporate Governance' introduced by the MCA, Members holding shares in physical mode are requested to register their email addresses with the Company to enable sending notices and other communications electronically. Members holding shares in dematerialized form are requested to register/update their email addresses with their respective Depository Participants.
9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the business to be transacted at the EGM, is annexed hereto and forms part of this Notice.
10. Since the EGM is being held electronically through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies is not available and therefore the Proxy Form, Attendance Slip and Route Map have not been annexed to this Notice.

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PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS

11. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. The Company has engaged Bigshare Services Private Limited as the agency for facilitating voting through electronic means.
12. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, 24th April 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting during the EGM.
13. A person who has acquired shares and has become a Member of the Company after dispatch of the Notice of EGM and prior to the Cut-off date i.e. Friday, 24 April 2026, shall be entitled to exercise his/her vote either through remote e-voting or through e-voting during the EGM by following the procedure mentioned in the Notice.
14. The remote e-voting period shall commence on Monday, 27 April 2026 at 9:00 A.M. and shall end on Wednesday, 29 April 2026 at 5:00 P.M. During this period, Members of the Company holding shares either in physical form or in dematerialized form as on the Cut-off date i.e. Friday, 24 April 2026 may cast their vote electronically. The remote e-voting module shall be disabled by Bigshare Services Private Limited thereafter.
15. 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.
16. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Friday, 24 April 2026.
17. The Board of Directors has appointed **Mr. Vivek Rawal of M/s. Rawal & Co., Practicing Company Secretary** (Membership No. ACS: 43231, CP NO. 22687), as the Scrutinizer to scrutinize the remote e-voting and e-voting during the EGM process in a fair and transparent manner.

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Bigshare i-Vote E-Voting System

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on Monday, 27 April 2026 at 9:00 A.M. and shall end on Wednesday, 29 April 2026 at 5:00 P.M. 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 Friday, 24 April 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- 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.

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

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see

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	<p>e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<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 & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget 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 CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
- Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.

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- Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.
(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

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- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “DOCUMENTS” option on custodian portal.
- Click on “DOCUMENT TYPE” dropdown option and select document type power of attorney (POA).
- Click on upload document “CHOOSE FILE” and upload power of attorney (POA) or board resolution for respective investor and click on “UPLOAD”.

Note: The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “VOTE FILE UPLOAD” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “UPLOAD”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

4. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “VIEW EVENT DETAILS (CURRENT)” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “VIDEO CONFERENCE LINK” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

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CORPORATE OFFICE : 1103-1104, 11th Floor, World Trade Tower, Noida, U.P. - 201301

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- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM 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 in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

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EXPLANATORY STATEMENT

(Pursuant to Section 102 read with Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014)

Item No. 1

In terms of **Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)** and the applicable provisions of the **Companies Act, 2013 (“the Act”)**, as amended from time to time, prior approval of the Members by means of an **Ordinary Resolution** is required for all **Material Related Party Transactions (“RPTs”)** and subsequent **material modifications** thereto, as defined by the Audit Committee of the Company.

Further, in terms of **Regulation 23(1) of the Listing Regulations**, a transaction with a related party shall be considered **material** if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds the thresholds prescribed under the Listing Regulations, being **10% of the annual consolidated turnover of the Company or Rs. Fifty crores whichever is lower**, as per the last audited financial statements.

In the ordinary course of its business operations, the Company may enter into various transactions with related parties. Such transactions may include, inter alia:

- Purchase and sale of goods and services;
- Media, advertising, digital and marketing services;
- Business support services;
- Loans, if any;
- Advances, if any;
- Payment or receipt of interest; and
- Any other transaction(s) entered into in the ordinary course of business.

In order to facilitate efficient business operations, strengthen operational synergies and ensure seamless execution of business activities, the Company proposes to enter into and/or continue to enter into certain Related Party Transaction(s) during the Financial Year 2026–27, which may qualify as Material Related Party Transactions under the provisions of the Listing Regulations.

Accordingly, in compliance with Regulation 23 of the Listing Regulations, approval of the Members is sought for the proposed Material Related Party Transaction(s) to be undertaken by the Company during the Financial Year 2026–27, the details of which are set out in this Explanatory Statement.

The Members are hereby apprised that the proposed Material Related Party Transaction(s) have been reviewed and approved by the Audit Committee and thereafter approved by the Board of Directors of the Company at their respective meetings held on 14th March 2026, and the Board has recommended the same for approval of the Members.

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The proposed transactions are expected to support the Company’s operational and business requirements, enhance efficiency in service delivery, and strengthen business synergies within the related entities. These transactions will facilitate efficient utilization of expertise, infrastructure and resources and are intended to support the Company’s long-term strategic and operational objectives.

The Board is of the view that the proposed Related Party Transaction(s) are in the ordinary course of business and on an arm’s length basis, and that the same are fair, reasonable and in the best interests of the Company and its shareholders and are not prejudicial to the interests of the Company or its public shareholders.

None of the Directors, Key Managerial Personnel or their relatives, except to the extent of their shareholding, if any, in the Company or their interest in the related party entities, are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Ordinary Resolution set out in the Notice for approval of the Members.

Further, pursuant to the SEBI Circular(s) relating to Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” (“RPT Industry Standards”), the details as required under the aforesaid Circular(s) are provided below:

Minimum Information to be provided to the shareholders for approval of Material RPTs

Sr. No.	Particulars	Details
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards	Refer Annexure A .
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The proposed Related Party Transaction(s), as detailed in the Explanatory Statement, are necessary for the business requirements of the Company and are expected to enhance operational efficiency and business growth. The pricing and other terms of the transaction(s) shall be determined on an arm’s length basis , consistent with prevailing market practices and comparable third-party transactions wherever applicable.
3	Disclosure that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/Whole Time Director/Manager and CFO	The Audit Committee has reviewed the certificate provided by the Managing Director/Chief Executive Officer and Chief Financial Officer confirming that the proposed Related Party Transaction(s) comply with the applicable provisions of the SEBI Listing Regulations and the RPT Industry Standards.
4	Disclosure that the material RPT has been approved by the Audit Committee and recommended by the Board to the shareholders	The proposed Material Related Party Transaction(s) have been reviewed and approved by the Audit Committee and subsequently approved by the Board of Directors of the Company at their respective meetings held on 14th March 2026 , and the Board recommends the resolution for approval of the Members.

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Sr. No.	Particulars	Details
5	Web-link and QR Code through which shareholders can access valuation report or other reports of external party, if any	Not Applicable / The Company has not relied upon any external valuation report or report of an independent agency for approval of the proposed transaction(s).
6	Disclosure regarding redaction of commercial secrets or confidential information	The Audit Committee and Board of Directors confirm that no material information has been withheld that would impact the ability of public shareholders to make an informed decision.
7	Any other information that may be relevant	All relevant material information forming part of the proposed Related Party Transaction(s) has been provided in the Explanatory Statement forming part of this Notice.

ITEM No 2:

The Company proposes to expand its business directly and/ or indirectly. In order to accelerate the Company's growth, it may acquire companies/ businesses and / or make further investments. The said expansion may require the Company to make investments in the form of Joint Ventures, Subsidiaries or which may require the Company to give guarantees on behalf of its subsidiaries, associates or joint ventures. The Board of Directors of the Company proposes to make investment in other bodies corporate or grant loans, give guarantee or provide security to other persons or other body corporate as and when required. Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

Considering the future growth, it is considered appropriate to seek approval for an enabling resolution from shareholders up to a limit of Rs.100 crores. In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 100 Crores (Rupees One Hundred Crores only), as proposed in the Notice. The above proposal is in the interest of the Company. None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise in the resolution at Item no 2, except to the extent of their shareholding in the Company.

The Board recommends the Special Resolution as set out at Item No.2 for approval by the members of the Company.

By order of the Board

Cash Ur Drive Marketing Limited

(formerly known as Cash Ur Drive Marketing Private Limited)

RAGHU KHANNA
Digitally signed by
RAGHU KHANNA
Date: 2026.03.15
10:24:48 +05'30'

Raghu Khanna
Managing Director
DIN: 02496328
Date: 14.03.2026
Place: Chandigarh

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Annexure-A

Sheet 1: Part A – Basic Details (Applicable to ALL RPTs)

A(1) Basic Details of Related Party

S. No	Particulars	Information Provided by Management
1	Name of the Related Party	ALL WHITE COMMUNICATIONS LLP
2	Country of Incorporation of the Related Party	India
3	Nature of Business of the Related Party	Outdoor Advertising Services

A(2) Relationship and Ownership of Related Party

S. No	Particulars	Information Provided by Management
1	<p>Relationship between Listed Entity/Subsidiary and Related Party including nature of its concern (financial or otherwise) and the following:</p> <p>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</p> <p>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</p> <p>Shareholding of the related party, whether direct or indirect, in Listed Entity/Subsidiary (in case of transaction involving the subsidiary).</p>	<p>Cash Ur Drive Marketing Limited is a designated partner in All White Communications LLP, and Mrs. Praveen Khanna acts as a nominee on behalf of Cash Ur Drive Marketing Limited. Accordingly, the relationship represents a direct financial and managerial interest in the LLP.</p> <p>N.A.</p> <p>Rs. 3.36 Crores</p> <p>N.A.</p>

A(3) Details of Previous Transactions with Related Party

S. No	Nature of Transaction	FY 2024-25 Amount (in Cr)
1	Sale of Goods/Services	0.036
2	Purchase of Goods/Services	0.77
3	Loan / ICD	-
4	Investment	-

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S. No	Nature of Transaction	FY 2024-25 Amount (in Cr)
5	Other Transactions	-
	Total Transactions (Last FY)	0.806

Particulars	Amount
Total Transactions during Current FY (2025-26) till last completed quarter in which the approval is sought (Sale, Purchase and Investment)	Rs. 6.89 Crores
Any Default by Related Party in past transactions (Yes/No + details)	N.A.

A(4) Amount of Proposed Transaction

S. No	Particulars	Information
1	Amount of Proposed Transaction	15 Crores
2	Whether transaction becomes Material RPT (Yes/No)	YES
3	Value as % of Listed Entity annual Consolidated Turnover for the immediately preceding financial year	10.77%
4	Value as % of Subsidiary Standalone Turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) (if applicable)	N.A
5	Value as % of Related Party annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	140.47%

Financial Performance of Related Party (Previous FY 2024-25)

Particulars	Amount (In Cr)
Turnover	10.68
Profit After Tax	0.52
Net Worth	2.09

A(5) Basic Details of Proposed Transaction

S. No	Particulars	Information
1	Type of Transaction (sale/purchase/service/loan/investment etc.)	Investment, Sale and Purchase of Services
2	Detailed description of transaction	The transaction involves the sale and/or purchase of outdoor advertising services in the ordinary course of

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S. No	Particulars	Information
		business of the Company, including planning, procurement, execution, and management of advertising campaigns across various outdoor media platforms. Additionally, the Company proposes to make a capital investment by becoming a Designated Partner in a Limited Liability Partnership (LLP), contributing towards the capital of the LLP for undertaking and expanding outdoor advertising business activities.
3	Tenure of transaction (months/years)	12 Months
4	Whether Omnibus Approval is sought (Yes/No)	YES
5	Value of transaction during the Financial Year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	Rs. 15 Crores N.A.
6	Justification that transaction is in interest of Listed Entity	The proposed transaction is in the interest of the Company as it is undertaken in the ordinary course of business and at arm's length basis. The transaction is expected to result in operational efficiency, cost optimization, and improved business synergies, thereby contributing positively to the overall growth and profitability of the Company.
7	Interested Promoters / Directors / KMP (Name) and Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Raghu Khanna (Managing Director) and Mrs. Parveen Khanna (Whole Time Director) of Cash Ur Drive Marketing Limited
8	Shareholding of Interested Directors/KMP in Related Party	Cash Ur Drive Marketing Limited, through its authorized representative Mrs. Parveen Khanna, has invested an amount of ₹3.36 crores in All White Communications LLP by way of capital contribution.
9	Copy of Valuation or External Report placed before Audit Committee	N.A.
10	Any Other Relevant Information	N.A.

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Sheet 2: Part B – Transaction Specific Disclosure

(Only fill the section relevant to the RPT)

B(1) Sale / Purchase / Supply of Goods or Services

S. No	Particulars	Information
1	Bidding / Selection process used	The transaction is undertaken in the ordinary course of business based on commercial negotiations , past business experience, and the capability of the related party to deliver outdoor advertising services. Comparable market benchmarks are considered where feasible
2	Basis for price determination	Pricing is determined on an arm's length basis , considering prevailing market rates for similar outdoor advertising services , location, media type, campaign duration, and volume. The pricing is aligned with rates offered to / received from unrelated third parties for similar transactions.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	No Trade Advance
a.	Trade Advance Amount (if any)	N.A.
b.	Tenure of Trade Advance	N.A.
c.	Whether Trade Advance is self-liquidating (Yes/No)	N.A.

B(3) Investment by Listed Entity/Subsidiary

S. No	Particulars	Information
1.	Source of Funds in connection with the proposed transaction	The proposed transaction will be funded through internal accruals / internal cash flows of the Company
2.	Where any financial indebtedness is incurred to make investment, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.</i> Nature of indebtedness Total cost of borrowing Tenure Other details	N.A.

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S. No	Particulars	Information
3	Purpose for which funds shall be utilized by the investee company	N.A.
4	Material terms of the proposed transaction	N.A.

Sheet 3: Part C – Additional Disclosure for MATERIAL RPT

C(2) Investment by the listed entity or its subsidiary – Material RPT

S. No	Particulars	Information
1	Latest Credit Rating (if debt investment), (<i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</i>) (<i>This shall be applicable in case of investment in debt securities.</i>)	N.A.
2	Whether Regulatory Approval Required	N.A.
3	Whether Approval Obtained	Approved by Audit Committee vide meeting dated 14 th March 2026 and subject to Shareholder Approval.

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Sheet 1: Part A – Basic Details (Applicable to ALL RPTs)

A(1) Basic Details of Related Party

S. No	Particulars	Information Provided by Management
1	Name of the Related Party	CUD DIGITAL
2	Country of Incorporation of the Related Party	India
3	Nature of Business of the Related Party	Engaged in digital and commercial printing services, including customized and marketing print solutions.

A(2) Relationship and Ownership of Related Party

S. No	Particulars	Information Provided by Management
1	<p>Relationship between Listed Entity/Subsidiary and Related Party including nature of its concern (financial or otherwise) and the following:</p> <p>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</p> <p>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</p> <p>Shareholding of the related party, whether direct or indirect, in Listed Entity/Subsidiary (in case of transaction involving the subsidiary).</p>	<p>Mrs. Pallavi Wadhwa, wife of Mr. Raghu Khanna, Managing Director of Cash Ur Drive Marketing Limited, is the sole proprietor of CUD Digital. Accordingly, the relationship represents a Indirect managerial and financial interest between the entities.</p> <p>Mrs. Pallavi Wadhwa, wife of Mr. Raghu Khanna, Managing Director of Cash Ur Drive Marketing Limited, has made an investment of ₹54,77,656.56 in CUD Digital. Accordingly, Cash Ur Drive Marketing Limited has an indirect interest in CUD Digital through the said investment.</p> <p style="text-align: right;">Rs. 54,77,656.56</p> <p style="text-align: right;">N.A.</p>

A(3) Details of Previous Transactions with Related Party

S. No	Nature of Transaction	FY 2024-25 Amount (in Cr.)
1	Sale of Goods/Services	-

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S. No	Nature of Transaction	FY 2024-25 Amount (in Cr.)
2	Purchase of Goods/Services	12.25
3	Loan / ICD	-
4	Investment	-
5	Rent	0.19
	Total Transactions (Last FY)	Rs. 12.44 Crores

Particulars	Amount
Total Transactions during Current FY till last completed quarter in which the approval is sought	Rs. 15.15 Crores
Any Default by Related Party in past transactions (Yes/No + details)	NA

A(4) Amount of Proposed Transaction

S. No	Particulars	Information
1	Amount of Proposed Transaction	Rs 20 Crores
2	Whether transaction becomes Material RPT (Yes/No)	Yes
3	Value as % of Listed Entity annual Consolidated Turnover for the immediately preceding financial year	14.36%
4	Value as % of Subsidiary Standalone Turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) (if applicable)	N.A
5	Value as % of Related Party annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	162.86%

Financial Performance of Related Party (Previous FY)

Particulars	Amount
Turnover	Rs. 12.28 Crores
Profit After Tax	Rs. 0.39 Crores
Net Worth	Rs. 0.54 Crores

A(5) Basic Details of Proposed Transaction

S. No	Particulars	Information
1	Type of Transaction (sale/purchase/service/loan/investment etc.)	Sale and Purchase of Services

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S. No	Particulars	Information
2	Detailed description of transaction	Digital printing services for the production of advertising materials to be used in cab branding and outdoor advertisements. The scope includes printing of vinyl wraps, stickers, flex banners, and other promotional materials required for effective brand visibility.
3	Tenure of transaction (months/years)	12 Months
4	Whether Omnibus Approval is sought (Yes/No)	YES
5	Value of transaction during the Financial Year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	Rs. 20 crores N.A.
6	Justification that transaction is in interest of Listed Entity	The proposed transaction is in the interest of the Company as it is undertaken in the ordinary course of business and at arm's length basis. The transaction is expected to result in operational efficiency, cost optimization, and improved business synergies, thereby contributing positively to the overall growth and profitability of the Company.
7	Interested Promoters / Directors / KMP (Name) and Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Raghu Khanna
8	Shareholding of Interested Directors/KMP in Related Party	Mrs. Pallavi Wadhwa, wife of Mr. Raghu Khanna, Managing Director of Cash Ur Drive Marketing Limited, has made an investment of ₹54,77,656.56 in CUD Digital. Accordingly, Cash Ur Drive Marketing Limited has an indirect interest in CUD Digital through the said investment
9	Copy of Valuation or External Report placed before Audit Committee	N.A.
10	Any Other Relevant Information	N.A.

Sheet 2: Part B – Transaction Specific Disclosure

(Only fill the section relevant to the RPT)

B(1) Sale / Purchase / Supply of Goods or Services

S. No	Particulars	Information
1	Bidding / Selection process used	The transaction is undertaken in the ordinary course of business based on commercial negotiations , past business experience, and the capability of the related party to deliver outdoor

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S. No	Particulars	Information
		advertising services. Comparable market benchmarks are considered where feasible
2	Basis for price determination	Pricing is determined on an arm's length basis , considering prevailing market rates for similar outdoor advertising services , location, media type, campaign duration, and volume. The pricing is aligned with rates offered to / received from unrelated third parties for similar transactions.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	No Trade Advance
a.	Trade Advance Amount (if any)	N.A.
b.	Tenure of Trade Advance	N.A.
c.	Whether Trade Advance is self-liquidating (Yes/No)	N.A.

Sheet 3: Part C – Additional Disclosure for MATERIAL RPT

C(2) Investment by the listed entity or its subsidiary – Material RPT

S. No	Particulars	Information
1	Latest Credit Rating (if debt investment), (<i>Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</i>) (<i>This shall be applicable in case of investment in debt securities.</i>)	N.A.
2	Whether Regulatory Approval Required	N.A.
3	Whether Approval Obtained	N.A.

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Sheet 1: Part A – Basic Details (Applicable to ALL RPTs)

A(1) Basic Details of Related Party

S. No	Particulars	Information Provided by Management
1	Name of the Related Party	US ADVERTISING AGENCY PVT LTD
2	Country of Incorporation of the Related Party	India
3	Nature of Business of the Related Party	Advertising Service

A(2) Relationship and Ownership of Related Party

S. No	Particulars	Information Provided by Management
1	<p>Relationship between Listed Entity/Subsidiary and Related Party including nature of its concern (financial or otherwise) and the following:</p> <p>Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</p> <p>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</p> <p>Shareholding of the related party, whether direct or indirect, in Listed Entity/Subsidiary(in case of transaction involving the subsidiary).</p>	<p>Mr. Raghu Khanna, Managing Director of Cash Ur Drive Marketing Limited (CUDML), and Mr. Amit Kapoor, Director of US Advertising Agency Private Limited, are both Designated Partners in US CUD LLP, thereby establishing common control and significant influence between the entities. By virtue of such common participation and influence, US Advertising Agency Private Limited qualifies as a Related Party of CUDML under Section 2(76) of the Companies Act, 2013</p> <p>Cash Ur Drive Marketing Limited does not hold any direct or indirect shareholding in US Advertising Agency Private Limited. However, Mr. Raghu Khanna, Managing Director of Cash Ur Drive Marketing Limited, has made an investment of Rs. 50,000/- in US CUD LLP and, along with Mr. Amit Kapoor, Director of US Advertising Agency Private Limited, is a Designated Partner in US CUD LLP. By virtue of such common participation and significant influence, US Advertising Agency Private Limited is considered a Related Party of Cash Ur Drive Marketing Limited in accordance with Section 2(76) of the Companies Act, 2013.</p> <p style="text-align: right;">Rs. 50,000/-</p> <p style="text-align: right;">N.A.</p>

CASHurDRIVE MARKETING LIMITED

(formerly known as CASHurDRIVE Marketing Private Limited)

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CORPORATE OFFICE : 1103-1104, 11th Floor, World Trade Tower, Noida, U.P. - 201301

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A(3) Details of Previous Transactions with Related Party

S. No	Nature of Transaction	FY 2024-25 Amount (In Cr)
1	Sale of Goods/Services	0.59
2	Purchase of Goods/Services	7.72
3	Loan / ICD	-
4	Investment	-
5	Other Transactions	-
	Total Transactions (Last FY)	8.31

Particulars	Amount
Total Transactions during Current FY till last completed quarter in which the approval is sought	Rs. 9.35 Crore
Any Default by Related Party in past transactions (Yes/No + details)	NA

A(4) Amount of Proposed Transaction

S. No	Particulars	Information
1	Amount of Proposed Transaction	Rs. 15 Crores
2	Whether transaction becomes Material RPT (Yes/No)	YES
3	Value as % of Listed Entity annual Consolidated Turnover for the immediately preceding financial year	10.77%
4	Value as % of Subsidiary Standalone Turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) (if applicable)	NA
5	Value as % of Related Party annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available	19.02%

Financial Performance of Related Party (Previous FY)

Particulars	Amount (In Cr)
Turnover	78.86
Profit After Tax	9.44
Net Worth	224.97

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A(5) Basic Details of Proposed Transaction

S. No	Particulars	Information
1	Type of Transaction (sale/purchase/service/loan/investment etc.)	Sale and Purchase of Services
2	Detailed description of transaction	The transaction involves the sale and/or purchase of outdoor advertising services in the ordinary course of business of the Company, including planning, procurement, execution, and management of advertising campaigns across various outdoor media platforms.
3	Tenure of transaction (months/years)	12 Months
4	Whether Omnibus Approval is sought (Yes/No)	YES
5	Value of transaction during the Financial Year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	Rs. 15 Crores
6	Justification that transaction is in interest of Listed Entity	The proposed transaction is in the interest of the Company as it is undertaken in the ordinary course of business and at arm's length basis. The transaction is expected to result in operational efficiency, cost optimization, and improved business synergies, thereby contributing positively to the overall growth and profitability of the Company.
7	Interested Promoters / Directors / KMP (Name) and Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Raghu Khanna, Managing Director of Cash Ur Drive Marketing Limited, is an interested Director/KMP. He has made an investment of ₹50,000/- in US CUD LLP and is a Designated Partner therein. Additionally, Mr. Amit Kapoor, Director of US Advertising Agency Private Limited, is also a Designated Partner in US CUD LLP. By virtue of such common participation and significant influence, US Advertising Agency Private Limited qualifies as a Related Party under Section 2(76) of the Companies Act, 2013
8	Shareholding of Interested Directors/KMP in Related Party	Mr. Raghu Khanna, Managing Director of Cash Ur Drive Marketing Limited, has an investment of ₹50,000/- in US CUD LLP and is a Designated Partner therein. He does not hold any direct shareholding in US Advertising Agency Private Limited; however, the related party relationship arises due to common control and significant influence.
9	Copy of Valuation or External Report placed before Audit Committee	N.A.
10	Any Other Relevant Information	N.A.

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Sheet 2: Part B – Transaction Specific Disclosure

(Only fill the section relevant to the RPT)

B(1) Sale / Purchase / Supply of Goods or Services

S. No	Particulars	Information
1	Bidding / Selection process used	The transaction is undertaken in the ordinary course of business based on commercial negotiations , past business experience, and the capability of the related party to deliver outdoor advertising services. Comparable market benchmarks are considered where feasible
2	Basis for price determination	Pricing is determined on an arm's length basis , considering prevailing market rates for similar outdoor advertising services , location, media type, campaign duration, and volume. The pricing is aligned with rates offered to / received from unrelated third parties for similar transactions.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	No Trade Advance
a.	Trade Advance Amount (if any)	N.A.
b.	Tenure of Trade Advance	N.A.
c.	Whether Trade Advance is self-liquidating (Yes/No)	N.A.

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