



The brand behind brands

Dixon Technologies (India) Limited

2nd June, 2025

To Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	To Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051
Scrip Code- 540699 ISIN: INE935N01020	Scrip Code- DIXON ISIN: INE935N01020

Dear Sir/Madam,

Sub: Postal Ballot Notice and Intimation of Remote E-voting facility

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), kindly find enclosed herewith **Notice of Postal Ballot** dated 20th May, 2025 ("**Notice**") together with the explanatory statement for seeking approval of the members for the business as set out hereunder:

- (i) **Appointment of Mr. Manoj Maheshwari (DIN No. 02581704) as Non-Executive and Non-Independent Director of the Company**

In pursuance to the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013 ("**Act**") and Rules made thereunder and in compliance with the relevant applicable circulars as issued by the Ministry of Corporate Affairs, the Notice along with the Explanatory Statement, inter-alia, indicating the process and manner of voting through electronic means ("**Remote E-voting**") has been sent through e-mail only to all those Members whose names appear on the Register of Members of the Company/ List of Beneficial Owners received from the Depositories as on the cut-off date i.e. **Friday, 30th May, 2025** and who have registered their email address with the Company or to KFin Technologies Limited, Registrar and Share Transfer Agent ("**RTA**") of the Company or Depositories and the same is also available on the Company's website at <https://www.dixoninfo.com/postal-ballot.php>.

In accordance with the MCA Circulars, physical copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelopes has not been sent to the shareholders for this Postal Ballot and the shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The Company has appointed KFin Technologies Limited ("**KFin**") for facilitating e-voting to enable the members to cast their votes electronically.

The facility to exercise vote on postal ballot by e-voting, will be available for the following period:

Commencement of e-voting: Wednesday, 4th June, 2025 (09.00 A.M. IST)

End of e-voting: Thursday, 3rd July, 2025 (05.00 P.M. IST) (*both days inclusive*)

During this period, members of the Company holding equity shares either in physical form or in dematerialized form, as on the cut-off date i.e., **Friday, 30th May, 2025** may cast their vote electronically. E-voting shall not be allowed after **05.00 P.M. (IST) on Thursday, 3rd July, 2025**. The e-voting module shall be disabled by KFin for voting thereafter. Voting Rights shall be reckoned on the paid-up value of shares registered in the name of the Member(s) as on the cut-off date. The Results of the Postal Ballot/Evoting will be declared on or before Friday, 4th July, 2025.

The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.dixoninfo.com and on the website of Kfin i.e. evoting.kfintech.com and communicated to BSE Ltd. (www.bseindia.com) and National Stock Exchange of India Ltd. (www.nseindia.com).

The aforesaid copy of Postal Ballot Notice will be available on the website of the Company at www.dixoninfo.com , websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of the e-voting agency- KFin Technologies Limited at <https://evoting.kfintech.com> .

You are requested to take the same on your records.

Thanking You,

For **DIXON TECHNOLOGIES (INDIA) LIMITED**

Ashish Kumar
Chief Legal Counsel & Group Company Secretary

Encl: As above

Dixon Technologies (India) Limited

CIN: L32101UP1993PLC066581

Regd. Office: B-14 & 15, Phase-II, Noida-201305, (U.P.) India, Ph.:0120-4737200

E-mail: investorrelations@dixoninfo.com, Website: <https://www.dixoninfo.com>, Fax No. 0120-4737263

POSTAL BALLOT NOTICE

(Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and any applicable circulars issued by Ministry of Corporate Affairs, from time to time)

Dear Member(s),

NOTICE is hereby given to the Members of Dixon Technologies (India) Limited (“**the Company**”) that pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 (the “**Act**”) and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”) (including any statutory modification(s) or re-enactment thereof for the time being in force), read with the General Circular no. 14/2020 dated 8th April, 2020 and subsequent circulars issued by Ministry of Corporate Affairs (“**MCA**”), the latest being General Circular No. 09/2024 dated 19th September, 2024 (collectively “**MCA Circulars**”) in this regard and relevant Circulars issued by the Securities and Exchange Board of India (“**SEBI**”) in this regard, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) including any statutory modification(s) or re-enactment thereof for the time being in force, Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India (“**ICSI**”) and any other applicable laws and regulations, if any, the Company is seeking consent/ approval of the Members of the Company for the resolution appended below, proposed to be passed by the Members as **Ordinary Resolution** by way of Postal Ballot process by electronic voting (“**Remote e-voting**”).

S. No.	Particular(s)
1.	Appointment of Mr. Manoj Maheshwari (DIN No. 02581704) as Non-Executive and Non-Independent Director of the Company

In compliance with the MCA Circulars and SEBI Circulars and pursuant to other applicable laws and regulations, this Postal Ballot Notice is being sent only in electronic form to those Members whose e-mail addresses are registered with the Company/Depositories to enable them to cast their votes electronically. The instructions for Remote e-voting are appended to this Postal Ballot Notice.

Pursuant to Section 102 and 110 of the Act, the explanatory statement pertaining to the said resolution setting out the material facts and the reasons thereof is annexed to this Postal Ballot Notice, for your consideration.

Pursuant to Rule 22 of the Companies (Management and Administration) Rules, 2014, the Board of Directors (the “**Board**”) of the Company at its meeting held on 20th May, 2025 has appointed Ms. Shirin Bhatt (FCS: 8273, COP No. 9150) on behalf of M/s Shirin Bhatt & Associates, Practicing Company Secretaries, Firm Registration Number S2011DE162600) to act as the Scrutinizer (the “**Scrutinizer**”) for conducting the Postal Ballot (Remote e-voting) process in a fair and transparent manner.

The Members are requested to carefully read the instructions in the notes under the section “General information and instructions relating to e-voting” in this Postal Ballot Notice (“**Notice**”) and follow the same to cast their vote electronically. Please note that the option to send physical Postal Ballot Form has been dispensed with in view of aforesaid MCA Circulars.

The Members are requested to cast their vote through Remote e-voting process by **05.00 P.M. (IST) on Thursday, 3rd July, 2025** to be eligible for being considered. Voting will be blocked forthwith and shall not be allowed beyond **05:00 P.M. (IST) on Thursday, 3rd July, 2025**.

In compliance with the provisions of MCA Circulars, Section 108, 110 and other applicable provisions of the Act, read with the Rule 20 and 22 of the Rules and Regulation 44 of the Listing Regulations, the Company is providing e-voting facility to all the Members to exercise their votes electronically, instead of submitting the postal ballot form to the Company. For this purpose, the Company has engaged the Remote e-voting service facility of KFin Technologies Limited to enable the Members to cast their votes electronically on the resolution.

The remote e-voting period commences from **09.00 A.M. (IST) on Wednesday, 4th June, 2025 and ends at 05.00 P.M. (IST) on Thursday, 3rd July, 2025 (both days inclusive)**. The Scrutinizer will submit its report to the Chairman of the Company or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before **Friday, 4th July, 2025**. The said results along with the Scrutinizer's Report will be displayed at website of BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.dixoninfo.com and on KFin Technologies Limited's website <https://evoting.kfintech.com>.

PROPOSED RESOLUTION:

SPECIAL BUSINESS:

ITEM NO. 1: APPOINTMENT OF MR. MANOJ MAHESHWARI (DIN No. 02581704) AS NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on recommendations of the Nomination and Remuneration Committee and the Board of Directors, Mr. Manoj Maheshwari (DIN: 02581704), who was appointed as an Additional Director in the capacity of Non-Executive and Non-Independent Director with effect from 3rd May, 2025, liable to retire by rotation, for a period of 5 (five) consecutive years, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, as Non-Executive and Non-Independent Director on the Board of the Company, be and is hereby appointed as a Non-Executive and Non-Independent Director of the Company, liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, with effect from 3rd May, 2025.

RESOLVED FURTHER THAT the Board of Directors of the Company or any duly constituted Committee of the Board be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary or expedient to give effect to this resolution.”

By the order of the Board of Directors
For **Dixon Technologies (India) Limited**
Sd/-
Ashish Kumar
Chief Legal Counsel & Group Company Secretary

Date: 20.05.2025
Place: Noida

Registered Office:
B-14 & 15, Phase-II, Noida
District Gautam Buddha Nagar, U.P.-201305

NOTES FOR MEMBERS' ATTENTION:

1. The relevant explanatory statement pursuant to Section 102(1) and 110 of the Companies Act, 2013 (“**the Act**”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India along with the details in terms of Regulation 36(3) of the SEBI Listing Regulations stating all material facts and reasons for the proposed resolution(s) set out above is annexed hereto and forms part of this Notice.
2. The Postal Ballot is being conducted in compliance with all applicable provisions of the Act and rules made there under read with Circulars issued by the Ministry of Corporate Affairs (“**MCA**”).
3. In accordance with the MCA Circulars mentioned hereinabove, the Notice is being sent to the members of the Company only through electronic mode only to those members whose e-mail addresses are registered with the Company/ Depository Participant as on the Cut-off date i.e. **Friday, 30th May, 2025**. Accordingly, Members can vote only through the Remote e-voting process only.
4. A person whose name is recorded in the Register of Members or in register of beneficial owners maintained by the Depositories as on the cut-off date, i.e. **Friday, 30th May, 2025 (“Cut-Off date”)** only shall be entitled to avail the facility of Remote e-voting.
5. Since, this notice is to be sent to the Members through e-mail only, the Members who have not registered their e-mail addresses are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, if any, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting relevant forms duly filled and signed along with requisite supporting documents to KFin Technologies Limited (“**the RTA**”) at Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500 032. Copies of the said form is available on the website of the Company at <https://www.dixoninfo.com/other-important-information.php> and on the website of the RTA at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx> .

It is however, clarified that all Members of the Company as on the Cut-off date, including those Members who may not have received this Notice due to non- registration of their e-mail IDs with the Company/ RTA/ Depositories, shall be entitled to vote in relation to the resolution specified in this Notice in accordance with the process specified hereinafter.

6. Members may please note that the Notice will also be available on the Company’s website at <http://www.dixoninfo.com> , websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of the e-voting agency- KFin Technologies Limited at <https://evoting.kfintech.com>.
7. Members desiring to exercise their vote through the Remote e-voting process are requested to read the instructions in the Notes under the section “**General information and instruction relating to e-voting**” in this Notice. Members are requested to cast their vote through the Remote e-voting process not later than **05:00 P.M. (IST) on Thursday, 3rd July, 2025** to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the Member.
8. The voting rights of the members shall be in the proportion to their share of the paid-up equity share capital as on above referred Cut- Off date.
9. The resolution, if approved by the requisite majority shall be deemed to have been passed on the last date specified for receipt of votes through the Remote e-voting process i.e., **Thursday, 3rd July, 2025**. The

resolution, if passed, shall be deemed to have been passed as if the same has been passed at a general meeting of the members convened in that behalf.

10. The relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection by the members at the Registered Office of the Company between 11.00 A.M. (IST) to 4.00 P.M. (IST) on all working days upto and including the date of declaration of the results of Postal Ballot. The relevant documents will be available for inspection electronically as well, during the abovementioned period. Members seeking to inspect such documents shall send an email to investorrelations@dixoninfo.com mentioning their Name, Folio No./DP Id and Client ID and PAN.
11. The Scrutinizer's decision on the validity of e-voting shall be final.
12. There will be one E-vote for every Folio/Client ID irrespective of the number of joint holders. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
13. Voting Rights in the Postal Ballot cannot be exercised by a proxy.
14. The remote e-voting period commences from **09.00 A.M. (IST) on Wednesday, 4th June, 2025** and ends at **05.00 P.M. (IST) on Thursday, 3rd July, 2025 (both days inclusive)**. 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, 30th May, 2025** may cast their vote by Remote E-voting. The Scrutinizer will submit her report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny and the result of the voting by postal ballot through the e-voting process will be announced by the Chairman or any Director/Official(s) of the Company duly authorized, on or before **Friday, 4th July, 2025** and will also be displayed on the website of the Company (www.dixoninfo.com), besides being communicated to the Stock Exchanges, where Equity Shares of the Company are listed and Registrar and Share Transfer Agent of the Company.
15. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail id: scrutinizer.sba@gmail.com with a copy marked to evoting@kfintech.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "e-Voting" tab in their login.
16. 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 Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and e-mail id in their demat accounts in order to access e-voting facility.

ADDITIONAL NOTE FOR ATTENTION OF MEMBERS

The MCA had notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends which are not encashed / claimed by the shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate the companies to transfer the shares of shareholders whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Members, who have not yet claimed/ encashed the dividends are requested to encash / claim their respective dividends.

The details of Dividends paid by the Company and their respective due dates, in the coming financial years, of transfer to the IEPF Fund of the Central Government if they remain unclaimed are as under:

Date of Declaration of Dividend	Dividend for the Financial year	Proposed Month and Year of Transfer to the IEPF
25 th July, 2018	FY 2017-18 (Rs. 2/- per equity share)	August, 2025
31 st July, 2019	FY 2018-19 (Rs. 2/- per equity share)	September, 2026

Also, pursuant to the provisions of Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016 as amended, the shares in respect of which dividend is unclaimed for a period of seven consecutive years are required to be transferred by the Company to IEPF Authority. In view of above provisions, members are requested to kindly ensure updation of their bank details and also encash their dividend warrants. Members are requested to contact KFin Technologies Limited at einward.ris@kfintech.com / Corporate Affairs Department of the Company at investorrelations@dixoninfo.com for encashing the unclaimed dividends standing to the credit of their account.

Please also note that the Company shall also publish an advertisement in the newspaper intimating all the shareholders about transfer of unclaimed dividend pertaining to FY 2017-18 and respective shares (in case no dividend was claimed for a period of last 7 consecutive years on those shares) to Investor Education & Protection Fund Authority (IEPF) authority, by **30th August, 2025**, without any further notice in this regard.

GENERAL INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING

- A.** Process for those Members whose email ids are not registered for procuring user id and password and registration of email ids for e-Voting on the resolution set out in this Notice:
- i.** Those members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:
- a.** Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.
- b.** Physical shareholders are hereby notified that based on SEBI vide its Circulars dated March 16th, 2023 and 17th November, 2023, all holders of physical securities in listed companies shall update their PAN/KYC/ Nomination and contact details through submitting the requisite form ISR-1 along with the supporting documents to the Company or to the Company's RTA at einward.ris@kfintech.com . The requisite forms can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/isrforms.aspx> .

ISR Form(s) and the supporting documents can be provided by any one of the following modes:

- a)** Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b)** Through hard copies which are self-attested, which can be shared on the address below; or.

Name	Kfin Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c)** Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>

PROCEDURE FOR REMOTE E-VOTING

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFin Technologies Limited, on the resolution set forth in this Notice. The instructions for e-Voting are given herein below.

ii. Pursuant to the relevant SEBI circulars on “E-voting facility provided by Listed Companies”, e-Voting facility has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. **A) Commencement of remote e-voting - 09:00 A.M. (IST) on Wednesday, 4th June, 2025**

B) End of remote e-voting – 05:00 P.M. (IST) on Thursday, 3rd July, 2025 (both days inclusive)

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

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off date.

vi. Once the vote on a resolution stated in this notice is cast by Member through remote e-voting, the Member shall not be allowed to change it subsequently and such e-vote shall be treated as final.

vii. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the Cut-off date, may obtain the login ID and password by sending a request through their registered email ID at evoting@kfintech.com . However, if he / she is already registered with KFin Technologies Limited for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

viii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the Cut-off date may follow steps mentioned below under “Login method for remote e-Voting.

ix. The details of the process and manner for remote e-Voting are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders.

Step 2: Access to KFinTech e-Voting system in case physical and non-individual shareholders.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. 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. Click on the 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.

2. User already registered for IDeAS facility:

- I. Visit URL: <https://eservices.nsd.com>
- II. On the e-services home page, click on the “**Beneficial Owner**” icon under “**Login**” under ‘IDeAS’ section.
- III. On the new page, enter User ID and Password. Post successful authentication, click on “**Access to e-Voting**” under e-voting services, after which the e-voting page will be displayed.
- IV. Click on company name i.e. **Dixon Technologies (India) Limited** or e-Voting service provider and you will be re-directed to e-Voting service provider name i.e. Kfin for casting the vote during the remote e-Voting period.

3. User not registered for IDeAS e-Services

- i. Visit <https://eservices.nsd.com> for registering.
- ii. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- iii. Visit the e-voting website of NSDL <https://www.evoting.nsd.com>
- iv. 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.
- v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.
- vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.
- vii. Click on company name i.e. **DIXON TECHNOLOGIES (INDIA) LIMITED** or ESP name i.e. KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.
- viii. Members can also download the NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



4. Alternatively by directly accessing the e-Voting website of NSDL

- I. Open URL: <https://www.evoting.nsd.com/>
- II. Click on the icon “**Login**” which is available under ‘**Shareholder/Member**’ section.
- III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.

	<p>IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech.</p> <p>V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Existing user who have opted for Electronic access to Securities information (Easi/Easiest”) facility</p> <p>I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login/ or Click on the “Login” icon and opt for “My Easi New (Token)” (only applicable when using URL: www.cdslindia.com).</p> <p>II. Login with your registered user id and password.</p> <p>III. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</p> <p>IV. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/ or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</p> <p>II. Proceed with completing registration using DP ID, Client ID etc.</p> <p>III. After successful registration, please Follow the steps given in point 1.</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link against the name of the Company i.e. Dixon Technologies (India) Limited or select Kfin.</p> <p>V. Members will be re-directed to the e-voting page of Kfin to cast their vote.</p>
<p>Individual Shareholder login through their demat accounts / Website of Depository Participant</p>	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository website after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against company’s name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</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 respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 or 1800 22 4430

Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 210 9911 or 022-62343625, 022-62343626, 022-62343259.
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Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on **“LOGIN”**.
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the **“EVEN”** i.e., **“DIXON TECHNOLOGIES (INDIA) LIMITED”** and click on **“Submit”**
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under **“FOR/AGAINST”** or alternatively, you may partially enter any number in **“FOR”** and partially **“AGAINST”** but the total number in **“FOR/AGAINST”** taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either **“FOR”** or **“AGAINST”** it will be treated as **“ABSTAIN”** and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on **“Submit”**.
- xi. A confirmation box will be displayed. Click **“OK”** to confirm else **“CANCEL”** to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Members who may require any technical assistance or support are requested to contact Kfintech at toll free no. 1-800-309-4001 or write to them at evoting@kfintech.com .

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER

Pursuant to Section 102(1) of the Act, the following explanatory statement sets out all material facts relating to the business mentioned under Resolution No. 1 of the accompanying Postal Ballot Notice (the “**Notice**”) along with the requisite disclosures.

ITEM 1: APPOINTMENT OF MR. MANOJ MAHESHWARI (DIN No. 02581704) AS NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 (“**the Act**”), Mr. Manoj Maheshwari (DIN: 02581704) was appointed as an Independent Director of the Company for a period of 3 years with effect from 3rd May, 2017 at the Extra-Ordinary General Meeting of the Members of the Company held on 5th May, 2017 and subsequently re-appointed as an Independent Director for a second consecutive term of 5 (five) consecutive years with effect from 3rd May, 2020 to 2nd May, 2025, at the 26th Annual General Meeting of the Company held on 31st July, 2019. Accordingly, he has completed his tenure as Non-Executive and Independent Director on 2nd May, 2025 and ceased to be Non-Executive and Independent Director of the Company effective 3rd May, 2025.

However, in order to have an appropriate balance of Independent Directors/ Non-Independent Directors on the Board of the Company and continue to have the benefits of experience, expertise, skills and contributions of Mr. Manoj Maheshwari and his continued association and deep understanding of the Company’s business, the Board of Directors of the Company, at its meeting held on **1st & 2nd May, 2025**, on the recommendation of the Nomination & Remuneration Committee, approved his appointment as Additional Director in the capacity of Non-Executive and Non-Independent Director of the Company, subject to approval of the shareholders of the Company, for a period of 5 (five) consecutive years, with effect from **3rd May, 2025**, liable to retire by rotation.

Further, pursuant to Regulation 17(1C) of SEBI Listing Regulations, a listed Company shall ensure that approval of the shareholders for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of his appointment, whichever is earlier. Therefore, the Company is seeking approval of the shareholders for appointment of Mr. Manoj Maheshwari as Non-Executive and Non-Independent Director of the Company.

Brief profile of Mr. Manoj Maheshwari is as under:

Mr. Manoj Maheshwari is a Chartered Accountant, Company Secretary and a Post Graduate in Business Administration. He has more than 3 decades of experience encompassing various aspects of finance and corporate functions including M&A, capital expenditure and fundraising as debt and equity.

Key skills, expertise and competencies of Mr. Maheshwari are as follows: Strategy and Planning, Application of Corporate Governance Principles, Identification of Risk, Qualification and experience in accounting and/or finance and Identification of challenges and providing solutions.

Mr. Maheshwari has been an integral part of the Company’s Board and Board Committee(s) particularly of Audit Committee of which he was a Chairman and now a member, Nomination and Remuneration Committee, ESG Committee and Risk Management Committee of which he is a Member, wherein he has played a significant role in enhancing effectiveness of the Board, its Committees and its processes.

As a Board and Committee(s) member, Mr. Maheshwari has played a crucial role in guiding and strengthening risk and compliance management practices. The Company will continue to be immensely benefitted from his guidance and vast experience. Further, by virtue of his deep understanding of business and governance processes owing to his long association with the Company, Mr. Maheshwari is in a unique position to contribute to Board deliberations through an objective and independent mindset. Mr. Maheshwari is also a person of integrity and his

continued association as a Director of the Company will also contribute to strengthen Board effectiveness in a sustained manner and therefore, it is proposed to appoint Mr. Manoj Maheshwari as Non-Executive and Non-Independent Director of the Company, for a period of 5 (five) consecutive years with effect from 3rd May, 2025, liable to retire by rotation.

The Company has also received, inter alia, consent from Mr. Manoj Maheshwari in writing in Form DIR-2, to act as Non-Executive and Non-Independent Director of the Company, declaration that he is not presently disqualified from being appointed as a Director in terms of Section 164 of the Act in Form DIR-8 and that he is not debarred from holding office of Director pursuant to any Order passed by SEBI or any other such authority.

Further, the Company has, in terms of Section 160 of the Act, received notice in writing, from the Member, proposing the candidature of Mr. Manoj Maheshwari for being appointed as Non-Executive and Non-Independent Director of the Company.

In terms of Regulation 36 of the Listing Regulations and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India, other requisite information, as required, forms part of the Annexure to this Notice.

In the opinion of the Board, Mr. Manoj Maheshwari fulfils the conditions for his appointment as Non-Executive and Non-Independent Director as specified in the Act and rules made thereunder and the SEBI Listing Regulations. Further, keeping in view his qualifications, vast experience and knowledge, it will be in the interest of the Company to appoint Mr. Manoj Maheshwari as Non-Executive and Non-Independent Director of the Company, post his completion of term as an Independent Director of the Company.

In line with the nomination and remuneration policy of the company, Mr. Maheshwari shall be paid remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings, commission or in any other manner, within the limits stipulated under Section 197 of the Act.

The Board recommends passing of the resolution as set out under Item No. 1 in the Notice for approval of the members as Ordinary resolution.

Except Mr. Manoj Maheshwari and his relatives to the extent of their shareholding, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

By the order of the Board of Directors
For **Dixon Technologies (India) Limited**

Sd/-

Ashish Kumar
Chief Legal Counsel & Group Company Secretary

Date: 20.05.2025

Place: Noida

Registered Office:

B-14 & 15, Phase-II, Noida

District Gautam Buddha Nagar,

Uttar Pradesh-201305

Email: investorrelations@dixoninfo.com

Website: www.dixoninfo.com

ANNEXURE TO THE POSTAL BALLOT NOTICE

Disclosure pursuant to Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India regarding the Director proposed to be appointed:

Name of Director	Mr. Manoj Maheshwari
Director Identification Number (DIN)	02581704
Brief Profile	Mr. Manoj Maheshwari is a Chartered Accountant, Company Secretary and Post Graduate in Business Administration. He has more than 3 decades of rich experience encompassing various aspects of finance and corporate functions including M&A, capital expenditure and fundraising as debt and equity.
Date of Birth / Age	5 th January, 1966 & 59 years
Date of First Appointment on the Board	Appointment- 3 rd May, 2017 Re-appointment- 3 rd May, 2020 Ceased to be Independent Director- Effective 3 rd May, 2025 Appointment as an Additional Director in the capacity of Non-Executive & Non- Independent Director- 3 rd May, 2025
Expertise in specific functional area, experience, skills and capabilities required for the role as a Director	Strategy and Planning, Application of Corporate Governance Principles, Identification of Risk, Qualification and experience in accounting and/or finance and Identification of challenges and providing solutions. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Maheshwari and concluded that he possesses the relevant skill and capabilities to discharge the role of Director of the Company.
Qualification	Chartered Accountant, Company Secretary and Post Graduate in Business Administration
Terms and conditions of appointment	Liable to retire by rotation and as per the details mentioned in the resolution read with the Explanatory Statement thereto.
Remuneration last drawn	Last remuneration drawn during FY ended 31 st March, 2025 is as under: 1) Sitting Fees- INR 10,60,000/- 2) Commission- INR 12,00,000/- (Paid during FY 2024-25)
Remuneration proposed to be paid	In addition to coverage under Director's Liability Insurance and sitting fees for attending the meetings of the Board and its Committees, Mr. Maheshwari would be entitled to remuneration by way of commission, as may be determined by the Board from time to time pursuant to shareholder's consent granted at the 25 th Annual General Meeting held on 25 th July, 2018.
Shareholding in the Company	Mr. Maheshwari does not hold, either by himself or on a beneficial basis for any other person, any Equity Shares of the Company.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
No. of Board meetings attended	5 (Five) Board Meetings during FY ended 31 st March, 2025.
Names of other companies in which directorships are held	1 (Padget Electronics Private Limited- Non-Executive Director)

Chairmanship/ Membership of the Committee(s) of other companies in which he is a Director*	Dixon Technologies (India) Limited <ul style="list-style-type: none">• Audit Committee- Member
Listed entities in which the Director has resigned in past three years	Nil

**Note: Pursuant to Regulation 26 of the SEBI Listing Regulations, Chairmanship or Membership in Audit Committee and Stakeholders' Relationship Committee in other Listed entities have been considered.*