

July 11, 2026

1.	National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Scrip Code: EVERESTIND	2.	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001. Scrip Code: 508906
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**Sub.: Notice of 93<sup>rd</sup> Annual General Meeting**

Dear Sir/Madam,

With reference to our intimation dated June 30, 2026, we are enclosing herewith notice of Ninety-third (93<sup>rd</sup>) Annual General Meeting (AGM) of Everest Industries Limited (“the Company”) to be held on Monday, August 3, 2026 at 3:30 p.m. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The said notice is also available on the website of the Company at [www.everestind.com](http://www.everestind.com).

Kindly take the same on record.

Yours faithfully,

For **Everest Industries Limited**

**Amruta Avasare**  
**Company Secretary & Compliance Officer**  
**Membership No.: A18844**

Encl.: A/a

# NOTICE

Notice is hereby given that the Ninety-third (93rd) Annual General Meeting ("AGM" or "Meeting") of the Members of Everest Industries Limited ("Company") will be held on **Monday, August 3, 2026 at 3:30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")** to transact the following business:

## ORDINARY BUSINESS:

### 1. Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2026

To receive, consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and the Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of the Auditors thereon.

### 2. Declaration of a Final Dividend on the equity shares for the financial year ended March 31, 2026

To declare a Final Dividend of Re. 1/- per equity share of face value of Rs. 10/- each of the Company for the Financial Year ended March 31, 2026.

### 3. Appointment of Ms. Padmini Sekhsaria (DIN: 00046486) as a Director liable to retire by rotation

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

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Padmini Sekhsaria (DIN: 00046486), Director, who retires by rotation at this Meeting, and being eligible, offers herself for the re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

### 4. Appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants, as the Statutory Auditors of the Company

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

**"RESOLVED THAT** in accordance with the provisions of Sections 139, 142 and any other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, M/s Price Waterhouse Chartered Accountants LLP (Firm Registration Number: 012754N/ N500016), Chartered Accountants, be and are hereby appointed as the Statutory Auditors of the Company to hold office for a first term of five consecutive years from the conclusion of the 93rd Annual General Meeting of the Company till the conclusion of the 98th Annual General Meeting of the Company on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

## SPECIAL BUSINESS:

### 5. Approval for the payment of remuneration to Mr. Anant Talaulicar, Non-Executive Independent Chairman of the Company for the FY 2025-26

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

**"RESOLVED THAT** in accordance with the provisions of Section 197 and any other applicable sections of the Companies Act, 2013 ("Act") and rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule V of the Act and pursuant to the Regulation 17 and any other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the "Board"), the approval of the members of the Company be and is hereby accorded for the payment of remuneration

of Rs. 40,00,000/- (Rupees Forty Lakhs only) to Mr. Anant Talaulicar (DIN: 00031051), Non-Executive Independent Chairman of the Company for the FY 2025-26, notwithstanding the absence of profits for the said financial year and such remuneration exceeding the limits prescribed under Schedule V to the Act;

**RESOLVED FURTHER THAT** the approval of the members of the Company be and is hereby accorded for the payment of aforesaid remuneration to Mr. Anant Talaulicar (DIN: 00031051) for the FY 2025-26 under regulation 17(6)(ca) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) being in excess of fifty percent (50%) of the total annual remuneration payable to all other Non-Executive Directors of the Company for the FY 2025-26;

**RESOLVED FURTHER THAT** the aforesaid remuneration shall be paid in addition to the sitting fees for attending the meetings of the Board and its Committees and reimbursement of expenses for attending the meetings;

**RESOLVED FURTHER THAT** the Board (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, things, matters including execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

**6. Approval for the payment of remuneration to Mr. Rajendra Chitale, Non-Executive Independent Director of the Company for the FY 2025-26**

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

“**RESOLVED THAT** in accordance with the provisions of Section 197 and any other applicable sections of the Companies Act, 2013 (“Act”) and rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule V of the Act and pursuant to the Regulation 17 and any other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the “Board”), the approval of the members of the Company be and is hereby accorded for the payment of remuneration of

Rs. 6,50,000/- (Rupees Six Lakhs Fifty Thousand only) to Mr. Rajendra Chitale (DIN: 00015986), Non-Executive Independent Director of the Company for the FY 2025-26, notwithstanding the absence of profits for the said financial year;

**RESOLVED FURTHER THAT** the aforesaid remuneration shall be paid in addition to the sitting fees for attending the meetings of the Board and its Committees and reimbursement of expenses for attending the meetings;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, things, matters including signing/execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to aforesaid resolution.”

**7. Approval for the payment of remuneration to Mr. Alok Nanda, Non-Executive Independent Director of the Company for the FY 2025-26**

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

“**RESOLVED THAT** in accordance with the provisions of Section 197 and any other applicable sections of the Companies Act, 2013 (“Act”) and rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule V of the Act and pursuant to the Regulation 17 and any other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the “Board”), the approval of the members of the Company be and is hereby accorded for the payment of remuneration of Rs. 3,50,000/- (Rupees Three Lakhs Fifty Thousand only) to Mr. Alok Nanda (DIN: 02149755), Non-Executive Independent Director of the Company for the FY 2025-26, notwithstanding the absence of profits for the said financial year;

**RESOLVED FURTHER THAT** the aforesaid remuneration shall be paid in addition to the sitting fees for attending the meetings of the Board and its Committees and reimbursement of expenses for attending the meetings;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, things, matters including signing/execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to aforesaid resolution.”

## 8. Approval for the payment of remuneration to Mr. Ashok Kumar Barat, Non-Executive Independent Director of the Company for the FY 2025-26

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

**“RESOLVED THAT** in accordance with the provisions of Section 197 and any other applicable sections of the Companies Act, 2013 (“Act”) and rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule V of the Act and pursuant to the Regulation 17 and any other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the “Board”), the approval of the members of the Company be and is hereby accorded for the payment of remuneration of Rs. 5,50,000/- (Rupees Five Lakhs Fifty Thousand only) to Mr. Ashok Kumar Barat (DIN: 00492930), Non-Executive Independent Director of the Company for the FY 2025-26, notwithstanding the absence of profits for the said financial year;

**RESOLVED FURTHER THAT** the aforesaid remuneration shall be paid in addition to the sitting fees for attending the meetings of the Board and its Committees and reimbursement of expenses for attending the meetings;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, things, matters including signing/execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to aforesaid resolution.”

## 9. Approval for the payment of remuneration to Ms. Bijal Ajinkya, Non-Executive Independent Director of the Company for the FY 2025-26

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

**“RESOLVED THAT** in accordance with the provisions of Section 197 and any other applicable sections of the Companies Act, 2013 (“Act”) and rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) read with Schedule V of the Act and pursuant to the Regulation 17 and any other applicable provisions of Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company (hereinafter referred to as the “Board”), the approval of the members of the Company be and is hereby accorded for the payment of remuneration of Rs. 3,50,000/- (Rupees Three Lakhs Fifty Thousand only) to Ms. Bijal Ajinkya (DIN: 01976832), Non-Executive Independent Director of the Company for the FY 2025-26, notwithstanding the absence of profits for the said financial year;

**RESOLVED FURTHER THAT** the aforesaid remuneration shall be paid in addition to the sitting fees for attending the meetings of the Board and its Committees and reimbursement of expenses for attending the meetings;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, things, matters including signing/execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to aforesaid resolution”.

## 10. Approval for the payment of commission to the Non-Executive Directors of the Company for a period of five (5) years w.e.f. April 1, 2026

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

**“RESOLVED THAT** in accordance with the provisions of Sections 149, 197, 198 of the Companies Act, 2013 (“Act”) and other applicable provisions of the Act and rules made thereunder read with Schedule V of the Act and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment (s) thereof for the time being in force) and Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company (hereinafter referred to as “Board”), the approval of the members of the Company be and is hereby accorded for the payment of remuneration by way of commission to the Non-Executive Director(s) of the Company which may, in aggregate, exceed the limit of one per cent (1%) of the net profits of the Company computed in accordance with Section 198 of the Act, provided that the aggregate commission payable to all Non-Executive Directors shall not exceed five per cent (5%) of such net profits, for each financial year commencing on April 1, 2026 during a period of five (5) consecutive financial years from FY 2026-27 to FY 2030-31;

**RESOLVED FURTHER THAT** out of the aforesaid aggregate limit, remuneration by way of commission payable to the Non-Executive Directors other than Mr. Anant Talaulicar (DIN: 00031051), Non-Executive Independent Chairman, shall not exceed one per cent (1%) of the net profits of the Company computed in accordance with Section 198 of the Act, and shall be paid annually for each financial year commencing on April 1, 2026 during a period of five (5) consecutive financial years from FY 2026-27 to FY 2030-31 among such Non-Executive Directors in such sums or proportions and in such manner as may be determined by the Board on the recommendation of the Nomination and Remuneration Committee;

**RESOLVED FURTHER THAT** the aforesaid commission shall be paid in addition to the sitting fees for attending the meetings of the Board and its Committees and reimbursement of expenses for attending the meetings;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, things, matters including signing/execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to aforesaid resolution.”

**11. Approval for the payment of commission to Mr. Anant Talaulicar, Non-Executive Independent Chairman for the FY 2026-27**

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

**“RESOLVED THAT** in accordance with the provisions of Section 197 of the Companies Act, 2013 (“Act”) and rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company (hereinafter referred to as “Board”), the approval of the members of the Company be and is hereby accorded for payment of remuneration by way of commission upto Rs. 2,00,00,000/- (Rupees Two Crores Only) to Mr. Anant Talaulicar (DIN: 00031051), Non-Executive Independent Chairman of the Company for the FY 2026-27 subject to the limit of four percent (4%) of net profits of the Company computed in the manner referred to in Section 198 of the Act (“Net Profits”) which shall be apart from the commission upto one percent (1%) of Net Profits payable to Non-Executive Directors of the Company for the FY 2026-27;

**RESOLVED FURTHER THAT** the approval of the members of the Company be and is hereby accorded for payment of aforesaid commission to Mr. Anant Talaulicar (DIN: 00031051) for the FY 2026-27 under regulation 17(6)(ca)

and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) being in excess of fifty percent (50%) of the total annual remuneration payable to all Non-Executive Directors of the Company for the FY 2026-27;

**RESOLVED FURTHER THAT** the Board (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, things, matters including execution of document(s) and to take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution without being required to seek any further consent or approval of the members of the Company.”

**12. Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2027**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and any other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to M/s. R. Nanabhoj & Co., Cost Accountants (Firm Registration Number: 000010), appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, amounting to Rs. 5,50,000/- {Rupees Five Lakhs Fifty Thousand Only} plus applicable taxes and reimbursement of out of pocket expenses in connection with the aforesaid audit, be and is hereby ratified;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board  
For **Everest Industries Limited**

**Amruta Avasare**  
Company Secretary & Head-Legal  
Membership No. A18844

Date: May 26, 2026  
Place: Mumbai

Registered Office: GAT No. 152, Lakhmapur,  
Taluka Dindori, Nashik- 422 202,  
Maharashtra.  
CIN: L74999MH1934PLC002093  
Tel: +91 2557 250375/ 462  
Email: [info@everestind.com](mailto:info@everestind.com)  
Website: [www.everestind.com](http://www.everestind.com)

**Notes:**

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 read with the circulars issued earlier in this regard by MCA and the Circulars issued from time to time by Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") read with the relevant provisions of the Companies Act, 2013 ("Act"), the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), has permitted to conduct the Annual General Meeting ("AGM") through VC/ OAVM, without the presence of Members at a common venue. In compliance with the Circulars and provisions of the Act and Listing Regulations, the 93rd AGM of the Company is being held through VC /OAVM on Monday, August 3, 2026 at 3:30 p.m. (IST).
2. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") as amended from time to time, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at GAT No. 152, Lakhmapur, Taluka Dindori, Nashik-422202, Maharashtra, India which shall be the deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map of the venue of the AGM is not annexed to this Notice.
3. Pursuant to the Circulars, the attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
4. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM 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 this AGM is being held through VC/ OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence, the proxy form and attendance slip are not annexed to this notice.
5. Corporate Members/Institutional Investors (i.e. other than individuals, HUFs, NRIs etc.) who are intending to appoint their authorized representatives pursuant to the provisions of Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/ OAVM and to vote thereon through e-voting are requested to send a certified copy of the Board Resolution /Authorisation letter/ Power of Attorney to the Scrutinizer by e-mail to [csi@parikhassociates.com](mailto:csi@parikhassociates.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders/ Corporate shareholders 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.
6. In compliance with the Circulars and the Listing Regulations, the Notice of the 93rd AGM along with the Annual Report for FY 2025-26 is being sent only through electronic mode / email to those Members whose email addresses are registered with the Company/ Registrar & Share Transfer Agent ("RTA / R&T Agent") / Depository Participant(s) ("DP")/ Depositories as on the close of business hours of Friday, July 3, 2026. The physical copy of the Annual Report for FY 2025-26 along with the Notice of AGM will be dispatched only to those shareholders who request for the same. Members are requested to place such requests either by sending an email to [compofficer@everestind.com](mailto:compofficer@everestind.com) or by sending a request letter to the Company Secretary of the Company at the Corporate Office located at Level 3, Tower 14, Solitaire Corporate Park, Chakala, Andheri (East), Mumbai 400093. Further, in compliance with the Listing Regulations, the Company will also send a letter providing the web-link for accessing the Annual Report for the FY 2025-26 to those Members who have not registered their email address with the Company /RTA / DP /Depositories.  
  
Members may note that the Notice of the 93rd AGM and Annual Report for the FY 2025-26 will also be available on the Company's website [www.everestind.com](http://www.everestind.com) and website of the BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com) and website of National Stock Exchange of India Limited (NSE) at [www.nseindia.com](http://www.nseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).  
  
Members are requested to register/update their email ids, in respect of electronic holdings with the Depositories through the concerned DP and in respect of physical holdings with the Company / RTA by following the due procedure specified in point 15 of this notice so that they can receive the Annual Report by email.
7. The Explanatory Statement pursuant to the provisions of Section 102 of the Act with respect to the Business set out in Item Nos. 4 to 12 of the Notice is annexed hereto.  
  
Pursuant to the Regulation 36(3) of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), relevant details of Ms. Padmini Sekhsaria, Director retiring by rotation and seeking appointment are provided in the "Annexure I" of this Notice.

8. The certificate received from Parikh & Associates, Practising Company Secretaries, for the Employee Stock Option Scheme i.e. ESOS 2021 as required under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act and the relevant documents referred to in this Notice of AGM and explanatory statement, will be available for inspection electronically by the Members of the Company from the date of circulation of this Notice upto the date of AGM i.e. August 3, 2026 and during the AGM on the NSDL e-voting system, without any fee.

Copies of aforesaid documents are also available for inspection at the Registered Office of the Company on all days except Saturdays, Sundays or Public holidays between 2.00 p.m. to 4.00 p.m. upto the date of the AGM.

Members seeking to inspect such documents electronically or at the registered office of the Company shall send an email to [compofficer@everestind.com](mailto:compofficer@everestind.com).

9. **Final Dividend & Record Date**

**The Company has fixed Monday, July 27, 2026 as the "Record Date" for determining the entitlement of the members of the Company to receive Final Dividend for the FY 2025-26.**

The Final Dividend of Re. 1/- per equity share of face value of Rs. 10/- each as recommended by the Board of Directors of the Company at their meeting held on May 26, 2026, if declared at the AGM of the Company, will be paid by September 1, 2026, subject to the deduction of tax at source, as under:

- a) To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited and the Central Depository Services (India) Limited as of the close of business hours on Monday, July 27, 2026;
- b) To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Monday, July 27, 2026.

10. **TDS/ Withholding Tax on Final Dividend**

Pursuant to the Income Tax Act, 2025 ("IT Act"), the dividend income is taxable in the hands of shareholders and the Company is required to deduct tax at source from

dividend paid to the Members at the prescribed rates under the IT Act including any amendments or modifications thereto. For the prescribed rates for various categories, submission of exemption documents and other details related to Tax on Dividend, the members are requested to refer to the "Annexure III" of this AGM Notice.

11. **Mandatory Electronic Payment of Dividend**

As per the applicable SEBI Circulars and directives, the dividends shall be processed only in electronic mode and payment through demand drafts, dividend warrants or cheques has been discontinued.

Payment of dividend shall be made subject to:

- Folio being KYC compliant, i.e. PAN, contact details including Mobile No., bank account details and specimen signature are registered with the Company/ RTA (for shareholders holding shares in physical form)
- Updating of bank details with DPs (for shareholders holding shares in dematerialized form)

12. **Unclaimed/Unpaid Dividends**

Pursuant to the provisions of Section 124 and Section 125 of the Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of seven consecutive years from the date of transfer to the Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") as amended, all shares in respect of which dividend has not been paid or claimed by the members for seven consecutive years or more, are required to be transferred to the IEPF Authority.

In view of above, members are requested to claim their unclaimed/unpaid dividends for the FY 2018-19 and onwards before transfer to IEPF Authority by writing an email to the Company/RTA. The final Dividend for FY 2018-19 is due for transfer to IEPF on August 28, 2026.

The Members whose unclaimed dividend(s) and/or share(s) have been transferred to IEPF, may contact the Company / RTA and submit the required documents for issuance of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file web Form IEPF-5 available on [www.mca.gov.in](http://www.mca.gov.in) for claiming the dividend(s) and/or share(s). Please refer the website of the IEPF Authority at <https://www.iepf.gov.in/IEPF/refund.html> for the procedure.

Pursuant to the provisions of IEPF Rules, the Company has uploaded the details of unpaid and unclaimed dividend lying with the Company on the website of the Company at <https://www.everestind.com/investor-relations/dividend> and also on the website of the IEPF Authority at [www.iepf.gov.in](http://www.iepf.gov.in).

#### Nodal Officer

Pursuant to the Provisions of Section 125 of the Companies Act, 2013 and read with Rule 7 of the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, the Board of Directors has designated Ms. Amruta Avasare, Company Secretary as Nodal Officer of the Company. The details of Nodal Officer is also available on the website of the Company <https://www.everestind.com/investor-relations>.

#### 13. Transfer/Transmission/Transposition/ Dematerialisation of Shares

For physical Shareholders, SEBI has mandated to process any service request in connection with the issue of securities in dematerialized form only, subject to folio being KYC compliant.

With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service

#### 15. KYC Updation

As per the SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/1/4298/2026 dated February 6, 2026 It shall be mandatory for all holders of physical securities in listed companies to furnish PAN, Contact details (Postal Address with PIN and Mobile Number), Bank A/c details and Specimen signature for their corresponding folio numbers. Further, the physical Shareholders, whose folio(s) do not have the above KYC details, shall be eligible: (i) to lodge grievance or avail any service request from the RTA and (ii) for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode, only after furnishing aforesaid KYC details.

Aforesaid SEBI circular has also mandated compulsory linking of PAN and Aadhaar by all holders of physical securities. In case the same is not so linked, you are requested to do the same immediately. In the event such linkage is not done then your PAN will be deemed to be invalid and consequently your folio will be treated in the same manner as applicable in case of folios for which no PAN has been furnished.

**Holders of physical securities are requested to take note of the above KYC updation and furnish their KYC details at the earliest, to the Company's RTA. The relevant forms for updation of KYC are available on the websites of the Company and the RTA.**

The details of various forms for updating KYC details for holders of physical shares are as follows:

Form	Description
ISR-1	Request for Registering PAN, KYC Details or Changes / Updation thereof
ISR-2	Confirmation of Signature of Securities holder by the Banker
ISR-3	Declaration Form for Opting-out of Nomination
ISR-4	Request for issue of Duplicate Certificate
ISR-5	Request for Transmission of Securities by Nominee or Legal Heir
SH-13	Registration of Nomination
SH-14	Cancellation or Variation of Nomination

request. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List.

Request for transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same, to eliminate all risks associated with physical shares and to avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company/RTA for assistance in this regard.

#### 14. Nomination

The facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form SH-13 with the RTA. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, the Members may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the RTA at <https://www.mcsregistrars.com/downloads.php>.

Members holding shares in dematerialized form are requested to register their nomination details with their DP.

The aforesaid forms are available at [www.everestind.com/investor-relations/shareholders-information](http://www.everestind.com/investor-relations/shareholders-information) and on the website of RTA [www.mcsregistrars.com/downloads.php](http://www.mcsregistrars.com/downloads.php).

Members can submit necessary forms along with the required documentary evidence to the R&T Agent in following manner:

- through self-attested hard copies addressed to the registered office of the R&T Agent.
- through electronic mode with e-sign.
- through 'In Person Verification' ('IPV'): the authorised person of the R&T Agent shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials.

Members can also reach out to the RTA at [helpdesknum@mcsregistrars.com](mailto:helpdesknum@mcsregistrars.com) or [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com) or to the Company at [compofficer@everestind.com](mailto:compofficer@everestind.com) for any queries / assistance on the same.

16. Members holding shares in dematerialized mode are requested to submit the details to their respective DP only and not to the Company/RTA.
17. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
19. **Special Window for Re-Lodgement of Transfer Requests of physical shares of the Company**

Pursuant to SEBI Circular HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026, all the shareholders of Everest Industries Limited ("the Company") are hereby informed that a **Special Window has been opened for a period of 1 year, from February 5, 2026 to February 4, 2027** to facilitate re-lodgement of transfer request and dematerialisation ("demat") of physical securities which were sold/purchased prior to April 1, 2019. Further, this special window shall also be available for such transfer requests which were submitted prior to April 1, 2019 and were rejected/returned/not attended due to deficiency in the documents/process/or otherwise. Please refer below mentioned matrix for clarity with regard to applicability of this window:

Execution Date of Transfer Deed	Lodged for transfer before April 01, 2019?	Original Security Certificate Available?	Eligible to lodge in the current window?
Before April 1, 2019	No (it is fresh lodgement)	Yes	Yes
Before April 1, 2019	Yes (it was rejected/returned earlier)	Yes	Yes
Before April 1, 2019	Yes	No	No
Before April 1, 2019	No	No	No

Kindly note that the requests which are accompanied by original share certificate along with transfer deed and client master list and all other documents listed in aforesaid SEBI circular shall only be considered under special window. During this period, the securities so transferred shall be credited to the transferee only in demat mode and transferred securities shall be under lock-in period for one year from the date of registration of transfer. Such securities shall not be transferred/lien-marked/pledged during the said lock-in period.

The Shareholders who wish to avail the opportunity of this special window are requested to contact the Company's Registrar and Transfer Agent i.e. MCS Share Transfer Agent Limited at Gundecha, Onclave Premises Co-op. Society Ltd. Saki Vihar Road, Saki Naka, Kherani Road, Saki Naka, Andheri (E), Mumbai - 400 072, email id: [helpdesknum@mcsregistrars.com](mailto:helpdesknum@mcsregistrars.com), Contact No. 022-28516021/22 or write an email to the Company at [compofficer@everestind.com](mailto:compofficer@everestind.com).

20. **Consolidation of Share Certificates**

Members holding more than one physical folios in identical order of names are requested to submit Form ISR-4 along with requisite KYC documents and share certificates to the Company/RTA for consolidation of holdings in one folio. The consolidated shares will be issued in dematerialized form only.

## 21. Dispute Resolution

SEBI has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise disputes arising in the Indian Securities Market. After exhausting the options to resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR Portal. Link to access SMART ODR Portal is <https://smartodr.in/login>.

## 22. E-voting Details and AGM Instructions

- a) Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Listing Regulations as amended and the applicable MCA and SEBI Circulars, the Company is providing the facility of remote e-voting to its Members on all resolutions as set forth in the Notice of the AGM through National Securities Depositories Limited (NSDL) e-voting platform. **The facility of casting votes by a member using remote e-voting system as well as e-voting on the date of AGM will be provided by NSDL.**
- b) **The remote e-voting period commences on Thursday, July 30, 2026 (9.00 a.m. IST) and ends on Sunday, August 2, 2026 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form as on Monday, July 27, 2026 i.e., cut-off date, may cast their vote electronically.** The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast their vote again. Those Members who will be attending the AGM through VC /OAVM and have not cast their vote through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM. The voting rights of the Members shall be in proportion to their share(s) in the paid-up equity share capital of the Company as on the cut-off date.
- c) Members who have cast their vote by remote e-voting prior to the AGM will also be eligible to attend the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already cast votes through remote e-voting.
- d) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on July 27, 2026 ("the cut-off date") only shall be entitled to avail the facility of remote e-voting before the AGM as well as e-voting during the AGM. Any person

holding shares in physical form and non-individual shareholders, acquiring shares of the Company and becoming a Member of the Company after sending of the Notice, and holding shares as on the cut-off date, may obtain the User ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com). However, if the Member is already registered with NSDL for remote e-voting, then such Member can use their existing User ID and password for casting their vote. Individual Shareholders holding securities in demat mode who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may follow the steps mentioned in the Notice of the AGM under "Access to NSDL e-voting system". A person who is not a member as on cut-off date should treat this Notice for information purpose only.

- e) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-voting system for all those Members who are present during the AGM through VC / OAVM but have not cast their votes by availing the remote e-voting facility earlier. The e-voting module shall be disabled by NSDL for voting 15 minutes after the conclusion of the AGM.
- f) Ms. Jigyasa N. Ved, Practising Company Secretary (Membership No. FCS 6488) of Parikh & Associates, Practising Company Secretaries have been appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the electronic voting at the AGM including remote e-voting process in a fair and transparent manner.
- g) The Scrutinizer shall, immediately after the conclusion of e-voting at the Meeting, unblock the votes cast through remote e-voting/e-voting at AGM and make, not later than two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by the Chairman in writing, who shall countersign the same.
- h) The results shall be declared along with the Scrutinizer's Report within 2 (two) working days from the conclusion of the AGM and shall be placed on the Company's website [www.everestind.com](http://www.everestind.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after declaration. The Company shall simultaneously forward the results to BSE and NSE, where the shares of the Company are listed. The results shall also be placed on the notice board of the Company at its Registered Office.

**INSTRUCTIONS FOR REMOTE E-VOTING BEFORE THE AGM:**

The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are mentioned below:

**Step 1: Access to NSDL e-voting system**

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

In terms of SEBI circular dated December 9, 2020, on the e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with 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

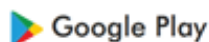
**Login method for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in dematerialized mode with NSDL	<p><b>A. OTP based login</b></p> <ol style="list-style-type: none"> <li>For OTP based login, click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>.</li> <li>Enter your 8-character DP ID, 8-digit Client ID, PAN, Verification code and generate OTP.</li> <li>Enter the OTP received on your registered email address/mobile number and click on login.</li> <li>After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page.</li> </ol>
	<p><b>B. NSDL IDeAS facility</b></p> <p><b>If you are already registered, follow the below steps:</b></p> <ol style="list-style-type: none"> <li>Click on <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> to visit the e-Services website of NSDL.</li> <li>Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section.</li> <li>A new screen will open. You will need to enter your User ID and Password. After successful authentication, you will be able to see e-voting services.</li> <li>Click on "Access to e-voting" appearing on the left-hand side under e-voting services and you will be able to see e-voting page.</li> <li>Click on options available against Company name or e-voting service provider – NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period.</li> </ol> <p><b>If you are not registered, follow the below steps:</b></p> <ol style="list-style-type: none"> <li>Click on <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> to "Register Online for IDeAS" Portal.</li> <li>Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>
	<p><b>C. E-voting website of NSDL</b></p> <ol style="list-style-type: none"> <li>Click on <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> to access e-voting website of NSDL.</li> <li>Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.</li> <li>A new screen will open. You will need 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.</li> <li>After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on options available against Company name or e-voting service provider - NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and e-voting during the meeting.</li> </ol>

Type of shareholders	Login Method
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- D. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



**Individual Shareholders holding securities in demat mode with CDSL**

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then user 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 the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. 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.

**Individual Shareholders (holding securities in demat mode) login through their depository participants**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. 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 i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID/ Forgot Password option available at above mentioned 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
Individual Shareholders holding securities in demat mode with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 123456 then user ID is 123456001***

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

for those shareholders whose email ids are not registered.

- a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in process

6. **If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:**

- a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com).
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nSDL.com](mailto:evoting@nSDL.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-voting will open.

## Step 2: Cast your vote electronically and join General Meeting on NSDL e-voting system.

### How to cast your vote electronically and join General Meeting on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. **The EVEN of the Company is 139980.** For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

1. Corporate Members/Institutional Investors (i.e. other than individuals, HUFs, NRIs etc.) who are intending to appoint their authorized representatives pursuant to the provisions of Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/ OAVM and to vote thereon through e-voting are requested to send a certified copy of the Board Resolution /Authorisation letter/ Power of Attorney to the Scrutinizer by e-mail to [cs@parikhassociates.com](mailto:cs@parikhassociates.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders/ Corporate shareholders 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.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need

to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries related to e-voting, you may refer the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com). For any grievances connected with facility for e-voting, please contact Pallavi Mhatre, Assistant Vice President - NSDL at T301, 3rd Floor, Naman Chambers, G Block, Plot No.- C-32, Bandra-Kurla Complex, Bandra (East), Mumbai - 400051. Email: [evoting@nsdl.com](mailto:evoting@nsdl.com), contact at: +91 22 4886 7000.

### Manner of procuring login id and password

Shareholders whose Email IDs are already registered with the Company/DP/RTA will receive login credentials on their registered email id and are requested to follow the Instructions for e-voting which will be provided in the Notice of the AGM. Shareholders whose Email IDs are not registered with the Company/DP/RTA, are requested to follow below process for procuring User ID and Password for e-voting:

1. In case shares are held in physical mode, please provide signed scan copy of request letter mentioning Folio No., Name of shareholder, along with self- attested scan copy of PAN card, Aadhar Card/any other address proof and copy of Share Certificate (front and back) by email to MCS Share Transfer Agent Limited, Registrar & Transfer Agent (RTA) at [helpdesknum@mcsregistrars.com](mailto:helpdesknum@mcsregistrars.com) or [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com) or to the NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. In case shares are held in Demat mode, please provide signed scan copy of request letter mentioning DPID-CLID, Name, along with self-attested scan copy of PAN card, Aadhar Card/any other address proof by email to MCS Share Transfer Agent Limited, Registrar & Transfer Agent at [helpdesknum@mcsregistrars.com](mailto:helpdesknum@mcsregistrars.com) or [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com) or to the NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

### THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.

3. Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for Remote e-voting.
3. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.
4. Members who need assistance before or during the AGM may contact Ms. Pallavi Mhatre at email: [evoting@nsdl.com](mailto:evoting@nsdl.com), contact at: +91 22 4886 7000 or call on the toll free numbers 1800 1020 990 / 1800 224 430.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. **The EVEN of the Company is 139980.** Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice.
2. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. The members, seeking any information with regard to the financial statements or any matters placed at the AGM or having any questions in connection with the matter placed at AGM, are requested to send an email from their registered email address mentioning their name, DP ID Client ID/Folio NO. and mobile Number to the Company on [compofficer@everestind.com](mailto:compofficer@everestind.com) on or before July 27, 2026. These queries will be replied suitably by the Company.

**Registration as speaker shareholder:**

Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at [compofficer@everestind.com](mailto:compofficer@everestind.com) on or before July 27, 2026. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM, provided they hold shares as on cut-off date. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

## EXPLANATORY STATEMENT

The following Explanatory Statement in terms of Section 102 of the Companies Act, 2013 in respect of item nos. 4 to 12 is annexed hereto and forms part of the Notice convening the 93rd Annual General Meeting:

### Item No. 4: Appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants, as the Statutory Auditors of the Company

At the 88th Annual General Meeting of the Company held on August 25, 2021, the Members of the Company, had approved the re-appointment of M/s. S R B C & Co. LLP, Chartered Accountants (ICAI Firm Registration No. : 324982E/E300003) as the Statutory Auditors of the Company for a second term of five consecutive years to hold office from the conclusion of 88th AGM till the conclusion of the 93rd Annual General Meeting of the Company to be held in the year 2026. Accordingly, M/s. S R B C & Co. LLP, existing Statutory Auditors will be completing their second term on the conclusion of this 93rd Annual General Meeting of the Company.

Considering the said completion of the term, the exercise for inviting proposals from various firms for selection of the new Statutory Auditors was started. Thereafter, certain firms were invited to present their proposals before the Audit Committee at its meeting held on March 18, 2026. After evaluating all the proposals and considering various factors such as the profile, credentials, experience and expertise of firm and partners, technical capabilities, industry experience, independence, geographical presence, audit team and audit approach etc. and pursuant to the recommendation made by the Audit Committee at its meeting held on March 18, 2026, the Board at its meeting held on March 26, 2026, recommended the appointment of M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration Number: 012754N/N500016), Chartered Accountants, as the Statutory Auditors of the Company, to the members of the Company.

The proposed appointment of M/s. Price Waterhouse Chartered Accountants LLP is for the first term of 5 (five) consecutive years from the conclusion of the 93rd AGM till the conclusion of the 98th AGM on payment of such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors, from time to time. There is no material change in the remuneration proposed to be paid to M/s. Price Waterhouse Chartered Accountants LLP, for the statutory audit to be conducted for the financial year ending March 31, 2027 vis-à-vis the remuneration paid to M/s. S R B C & Co. LLP, the retiring Statutory Auditors, for the statutory audit conducted for the financial year ended March 31, 2026. The proposed remuneration to be paid to the Statutory Auditors for the financial year 2026-27 is Rs. 57 lakhs (Rupees Fifty-Seven Lakhs Only) for statutory audit and quarterly limited reviews excluding reimbursement of out of pocket expenses and applicable taxes. In addition

to the statutory audit fees, the Statutory Auditors are also entitled to fees for other permissible non-audit services viz. Tax Audit and Certificates etc. subject to prior approval of the Audit Committee and the Board.

M/s. Price Waterhouse Chartered Accountants LLP (the "Firm") having a Firm Registration No. 012754N/N500016, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The Firm was established in the year 1991 and was converted into a limited liability partnership in the year 2014. The registered office of the Firm is at Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi - 110 002 and has seventeen (17) branch offices in various cities in India. The Firm is primarily engaged in providing auditing and other assurance services to its clients and is a member firm of Price Waterhouse & Affiliates, a network of firms registered with the Institute of Chartered Accountants of India having Network Registration No. NRN/E/14. Price Waterhouse & Affiliates is a network of separate, distinct and independent Indian Chartered Accountant firms, each of which is registered with the Institute of Chartered Accountants of India. The Firm has more than 125 Assurance Partners as of December 31, 2025. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the Act) and the Rules framed thereunder, the Company has received a written consent from M/s. Price Waterhouse Chartered Accountants LLP and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and Rules framed thereunder. As required under the Listing Regulations, M/s. Price Waterhouse Chartered Accountants LLP, hold a valid certificate issued by the Peer Review Board of ICAI.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for consideration by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 4 of the Notice.

### Item No. 5: Approval for the payment of remuneration to Mr. Anant Talaulicar, Non-Executive Independent Chairman of the Company for the FY 2025-26

At the 92nd Annual General Meeting of the Company, the Members of the Company approved the payment of remuneration by way of commission up to Rs. 2,00,00,000/- (Rupees Two Crores only) to Mr. Anant Talaulicar, Non-Executive Independent Chairman of the Company for the FY 2025-26 subject to the limit of four percent (4%) of net profits of the Company computed in the manner referred

to in Section 198 of the Companies Act, 2013 which shall be apart from commission upto 1% of net profit payable to all Non-Executive Directors of the Company for the FY 2025-26. However, the said resolution did not cover the scenario of payment of remuneration in case of absence of profits.

As per the provisions of Section 197(3) of the Companies Act, 2013, read with Schedule V of the Act, if in any financial year, the Company has no profits or its profits are inadequate, the Company can pay remuneration to the Independent Directors as per the limits specified in the Schedule V of the Act, based on the effective capital of the Company by way of an ordinary resolution. Further, the remuneration in excess of the limits specified in Schedule V of the Act can be paid by way of a special resolution passed by the Members of the Company.

Pursuant to the Regulation 17(6) of the Listing Regulations, all fees or compensation (other than sitting fees within limits prescribed under the Act) payable to the non-executive directors of a listed company must be recommended by the Board and approved by the shareholders. Further, as per the provisions of Regulation 17(6)(ca) of the Listing Regulations, the approval of the shareholders by way of a special resolution shall be obtained every financial year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors, giving details of the remuneration thereof.

During the FY 2025-26, a significant amount of time was spent by Mr. Anant Talaulicar, Chairman, in developing various strategies, evaluating the business opportunities, reviewing the business with the leadership team and mentoring the leadership team. Mr. Anant Talaulicar possesses significant professional expertise and rich experience across a wide spectrum of functional areas such as business strategy, strategic leadership and management experience, corporate governance, technology and digital expertise. Mr. Anant Talaulicar provides various inputs, valuable contributions and guidance and devotes sufficient time and attention to his professional obligations as Chairman for informed and balanced decision making. Further, the Chairman has played a vital role in the smooth transition of Managing Director during the year. In line with the Company's Nomination and Remuneration Policy, it is proposed to pay remuneration as specified in the resolution at item no. 5 to Mr. Anant Talaulicar, which are commensurate with his role and responsibilities for the FY 2025-26.

Considering his valuable contributions, guidance, expertise, the role and responsibilities shouldered by Mr. Anant Talaulicar, Chairman and in recognition of his time invested by him, the Board at its meeting held on May 26, 2026, based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of

the Company, has approved the payment of remuneration of Rs. 40,00,000/- (Rupees Forty Lakhs Only) to Mr. Anant Talaulicar, Non-Executive Independent Chairman for the FY 2025-26, notwithstanding the absence of profits for the year ended March 31, 2026 and such remuneration exceeding the limits prescribed under Schedule V to the Act.

The information as required to be disclosed under paragraph (iv) of the second proviso after Paragraph B of Section II of Part II of Schedule V to the Companies Act, 2013 and Secretarial Standard-2 on General Meetings issued by ICSI is given in "**Annexure II**" to this Notice.

Considering the provisions of Schedule V of the Companies Act, 2013 and Regulation 17(6)(ca) of the Listing Regulations, the Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Anant Talaulicar and his relatives are, in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 5 of the Notice.

#### **Item Nos. 6 to 9**

As per the provisions of Section 197(3) of the Companies Act, 2013, read with Schedule V of the Act, if in any financial year, the Company has no profits or its profits are inadequate, the Company can pay remuneration to the Independent Directors as per the limits specified in the Schedule V of the Act, based on the effective capital of the Company by way of an ordinary resolution. Further, in terms of clause (iii) of the second proviso to Section II of Part II of Schedule V, approval of the members by way of a special resolution is required for payment of such remuneration under item (B) of Section II of Part II of Schedule V.

Pursuant to the Regulation 17(6) of the Listing Regulations, all fees or compensation (other than sitting fees within limits prescribed under the Act) payable to the non-executive directors of a listed company must be recommended by the Board and approved by the shareholders.

Considering the valuable contributions and guidance given by all the Independent Directors of the Company and their roles and responsibilities (including involvement in various Committees of the Board) and based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of members of the Company, the Board at its meeting held on May 26, 2026, has approved the payment of remuneration of Rs. 19,00,000/- (Rupees Nineteen Lakhs Only) to the Independent Directors of the Company for the FY 2025-26 as per the details given below:

Sr No.	Name of Director	Proposed remuneration for the FY 2025-26 (Amount in Rs.)
1.	Mr. Rajendra Chitale	6,50,000
2.	Mr. Alok Nanda	3,50,000
3.	Mr. Ashok Kumar Barat	5,50,000
4.	Ms. Bijal Ajinkya	3,50,000
<b>Total</b>		<b>19,00,000</b>

Since the company has no profits for FY 2025-26, the approval of shareholders of the Company needs to be obtained for the payment of remuneration for FY 2025-26 to aforesaid Independent Directors of the Company, pursuant to the provisions of Schedule V of the Companies Act, 2013. The said remuneration is within the limits of Schedule V of the Companies Act, 2013 based on the Effective Capital of the Company for the financial year ended March 31, 2025.

The information as required to be disclosed under paragraph (iv) of the second proviso after Paragraph B of Section II of Part II of Schedule V to the Companies Act, 2013 and Secretarial Standard-2 on General Meetings issued by ICSI is given in "Annexure II" to this Notice.

The Board recommends the Special Resolutions set out at Item Nos. 6 to 9 of the Notice for approval of the members of the Company.

Mr. Rajendra Chitale, Mr. Alok Nanda, Mr. Ashok Kumar Barat and Ms. Bijal Ajinkya, Non-Executive Independent Directors are interested in the Special Resolutions as set out at Item No. 6 to 9 with respect to the remuneration payable to them. The relative(s) of the aforesaid Non-Executive Independent Directors may be deemed to be interested in the said Special Resolutions to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolutions set out at Item Nos. 6 to 9 of the Notice.

#### **Item No. 10: Approval for the payment of commission to the Non-Executive Directors of the Company for a period of five(5) years w.e.f. April 1, 2026**

The Members of the Company had approved special resolution on March 7, 2021 through Postal Ballot for the payment of remuneration by way of commission to the Non-Executive Director(s) of the Company not exceeding one percent (1%) of net profits of the Company computed in the manner referred to in Section 198 of the Act and the same be paid annually, for a period not exceeding five (5) years, for each of the financial years commencing from April 1, 2020.

The Non-Executive Directors of the Company bring significant professional expertise and rich experience across a wide spectrum of functional areas such as business strategy, finance, taxation, marketing, legal, corporate governance

and technology and it is imperative to adequately compensate them for the valuable contributions made by them to the Company. In line with the Company's Nomination and Remuneration Policy, it is proposed to pay remuneration by way of commission to the Non-Executive Directors of the Company, commensurate with their roles, responsibilities and contribution to the affairs of the Company.

Section 197(1) of the Act provides that where a company has a managing director, whole-time director or manager, the remuneration payable to directors who are neither managing directors nor whole-time directors shall not exceed one per cent (1%) of the net profits of the Company computed in accordance with Section 198 of the Act, except with the approval of the shareholders by way of a special resolution.

Pursuant to the Regulation 17(6) of the Listing Regulations, all fees or compensation (other than sitting fees within limits prescribed under the Act) payable to the non-executive directors of a listed company must be recommended by the Board and approved by the shareholders.

Considering the rich experience and expertise brought to the Board by the Non-executive Directors and valuable contributions and responsibilities shouldered by them, the Board at its meeting held on May 26, 2026, based on the recommendation of the Nomination and Remuneration Committee, approved and recommended payment of the commission to the Non-Executive Directors of the Company which may in aggregate exceed one per cent (1%) but shall not exceed five per cent (5%) of the net profits of the Company computed in accordance with Section 198 of the Act. Out of the aforesaid aggregate limit, commission payable to Mr. Anant Talaulicar, Non-Executive Independent Chairman, shall be subject to the specific approval sought under Item No. 11 of this Notice, while the aggregate commission payable to all other Non-Executive Directors shall not exceed one per cent (1%) of the net profits of the Company computed in accordance with Section 198 of the Act and the same will be paid for each financial year commencing on April 1, 2026 during a period of five (5) consecutive financial years from FY 2026-27 to FY 2030-31.

The Board recommends the Special Resolution set out at Item No. 10 of the Notice for approval of the members of the Company.

All the Non-Executive Directors are interested in the Special Resolution as set out at Item No. 10 with respect to the commission payable to them. The relative(s) of Non-Executive Directors may be deemed to be interested in the said Special Resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 10 of the Notice.

**Item No. 11: Approval for the payment of commission to Mr. Anant Talaulicar, Non-Executive Independent Chairman for the FY 2026-27**

At the 91st Annual General Meeting held on August 12, 2024, the Members of the Company approved the re-appointment of Mr. Anant Talaulicar (DIN: 00031051) as an Independent Director of the Company (Chairman) for second term of five (5) consecutive years with effect from November 21, 2024.

Mr. Talaulicar has about 42 years of rich experience (16 years in USA) in the fields of Manufacturing, Project Management, Finance, Operations, Strategy, Risk Management etc. Mr. Talaulicar holds Bachelor's degree in Mechanical Engineering from Mysore University. He secured a Master's degree in Engineering from the University of Michigan in 1985 and MBA from Tulane University in 1987. He was the Chairman and the Managing Director of Cummins Group in India from March 2004 till October 2017.

Since joining the Board of the Company, Mr. Anant Talaulicar has taken active interest in significant strategic matters of the Company and his contribution has been immense and invaluable. His role in the corporate strategy and business development of the Company has been significant. Mr. Talaulicar as Non-Executive Independent Chairman not only offers the Company his expertise in the business of the Company but also plays an important role in guiding and mentoring the leadership team of the Company.

Mr. Talaulicar has played a significant role in all operational aspects of the Company for the financial year 2025-26. He has been continuously monitoring implementation of strategies & initiatives and taking corrective actions wherever required. He is also involved in drawing strategies for taking the Company to the next level.

The Board at its meeting held on May 26, 2026, based on the recommendation of Nomination and Remuneration Committee and subject to the approval of members of the Company, has approved payment of commission upto Rs. 2,00,00,000/- (Rupees Two Crores Only) for the FY 2026-27 to Mr. Anant Talaulicar, Non-Executive Chairman, subject to the limit of 4% of net profits of the Company computed in the manner referred to in Section 198 of the Companies Act, 2013 ("Act"). The aforesaid commission to the Non-Executive Independent Chairman shall be over and above 1% commission payable to the Non-Executive Directors for the FY 2026-27.

As per section 197 of the Act, remuneration to Non-Executive Directors by way of commission exceeding 1% of the net profits of the Company per annum, calculated in accordance with the provisions of Section 198 of the Act, can be paid by passing a Special Resolution in the general meeting.

Pursuant to the Regulation 17(6) of the Listing Regulations, all fees or compensation (other than sitting fees within limits prescribed under the Act) payable to the non-executive directors of a listed company must be recommended by the Board and approved by the shareholders. Further, as per the

Regulation 17(6)(ca) of the Listing Regulations, the approval of the members by way of a Special Resolution is required every year in case the annual remuneration payable to a single Non-Executive Director exceeds 50% of the total annual remuneration payable to all the Non-Executive Directors.

As the proposed commission payable to the Non-Executive Independent Chairman for the FY 2026-27 may exceed 50% of the total annual remuneration payable to all the Non-Executive Directors, the approval of the members by way of a Special Resolution is sought pursuant to the provisions of Regulation 17(6) (ca) of the SEBI Listing Regulations. Members approval by way of Special Resolution is also required under section 197 of the Act as the commission payable to the Non-Executive Independent Chairman may exceed limit of 1% of the net profit under Section 198 of the Companies Act, 2013.

The Board recommends the Special Resolution set out at Item No. 11 of the Notice for approval of the members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives except Mr. Anant Talaulicar and his relatives are, in any way, concerned or interested, financial or otherwise, in the resolution set out at Item No. 11 of the Notice.

**Item No. 12: Ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2027**

On the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on May 26, 2026, approved the re-appointment and remuneration of M/s. R. Nanabhoy & Co., Cost Accountants (Firm Registration No. 000010) as Cost Auditors of the Company to carry out the audit of the cost records of the Company for the financial year ending March 31, 2027 at a remuneration of Rs. 5,50,000/- (Rupees Five Lakhs Fifty Thousand only) plus applicable taxes and reimbursement of out of pocket expenses in connection with the aforesaid audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors needs to be ratified by the members of the Company.

Accordingly, the consent of the members of the Company is sought for passing an Ordinary Resolution as set out at Item No. 12 of the Notice for ratification of the remuneration payable to the Cost Auditors of the Company to carry out the Audit of the cost records of the Company for the financial year ending March 31, 2027.

The Board recommends the Ordinary Resolution set out at Item No. 12 of the Notice for consideration by the members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 12 of the Notice.

# ANNEXURE I

## Additional information in respect of Ms. Padmini Sekhsaria pursuant to the Regulation of 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard – 2 on General Meetings

Name of Director	Ms. Padmini Sekhsaria
DIN	00046486
Date of Birth	06.09.1975
Age	50 Years
Category & Designation	Non-Executive Non-Independent Director (Vice Chairperson)
Experience	25 Years
Date of appointment first appointment on the Board	26.02.2019
Expertise in specific functional areas	Technology, CSR, Human Capital, Financial intermediation, Retail and General Management
Qualifications	B.A in Economics, PG Diploma in Economics, M.Sc. in Financial Economics
Remuneration last drawn (Financial Year 2025-26)	Rs. 5,20,000/-
Details of remuneration sought to be paid	Sitting Fees and Commission as may be approved by the Board
Terms & conditions of appointment/ re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013 as stated in item no. 3 of the Notice.
Directorships held in other companies as on March 31, 2026	<ol style="list-style-type: none"> <li>GACL Finance Private Limited</li> <li>Radha Madhav Investments Private Limited</li> <li>Falak Investment Private Limited</li> <li>Madhurima International Private Limited</li> <li>Trapu Cans Private Limited</li> </ol> <p><b>Section 8 Companies</b></p> <ol style="list-style-type: none"> <li>Ambuja Foundation</li> <li>Narotam Sekhsaria Foundation</li> <li>Everest Foundation</li> <li>Salaam Bombay Foundation</li> </ol>
Memberships/ Chairmanship of Committees of other Board	NIL
Shareholding in the Company including shareholding as a beneficial owner as on March 31, 2026	Refer Note-1 below
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Ms. Padmini Sekhsaria is not related to any other Directors and Key Managerial Personnel of the Company
Number of Meetings of Board attended during the year	8/ 8
Skills and capabilities required for the role	Leadership, Management, Financial Expertise, Governance, Strategy Development & Implementation, Knowledge of Media sector, Legal and Regulatory, Risk Management and Human Resource.
Names of listed entities in which Director has resigned in the past three years	Refer Note-2 below

### Notes:

- Ms. Padmini Sekhsaria does not hold any shares in the Company. However, Falak Investment Private Limited, promoter, holds 50.22% of paid-up share capital of the Company and Ms. Padmini Sekhsaria is the significant beneficial owner/ Ultimate beneficial owner of Falak Investment Private Limited.
- Ms. Padmini Sekhsaria has not resigned from any listed entity in past three years. However, Ms. Padmini Sekhsaria ceased to hold office as a Non-Executive Independent Director of Vedanta Limited with effect from close of business hours on February 4, 2025 due to completion of second term of directorship.

## ANNEXURE II

The Statement containing Additional Information as required under Schedule V of the Companies Act, 2013 pertaining to the item nos. 5 to 9 of the AGM Notice

### I. GENERAL INFORMATION

1	<b>Nature of Industry</b>	The Company is engaged in three businesses i.e. Roofing, Boards & Panels and Pre-Engineered Steel Building. The Company offers building products and building solutions for housing, commercial and industrial sectors.					
2	<b>Date or expected date of commencement of commercial production</b>	The Company is carrying on business since its incorporation on April 3, 1934.					
3	<b>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</b>	Not Applicable					
4	<b>Financial performance based on given indicators</b>	Rs. in Crores					
		<b>FY 2025-26</b>		<b>FY 2024-25</b>		<b>FY 2023-24</b>	
		<b>Standalone</b>	<b>Consolidated</b>	<b>Standalone</b>	<b>Consolidated</b>	<b>Standalone</b>	<b>Consolidated</b>
	<b>Total Income</b>	1375.93	1428.42	1730.83	1737.48	1610	1593.19
	<b>Profit/(Loss) Before Tax</b>	(111.05)	(111.52)	13.53	(6.30)	28.12	21.19
	<b>Profit/(Loss) After Tax</b>	(100.17)	(101.69)	14.35	(3.60)	23.87	1,800
5	<b>Foreign investments or collaborators, if any</b>	The Company has not entered into any foreign collaboration. The Company has two subsidiaries outside India viz., Everest Building Products in Mauritius and Everestind FZE in Jebel Ali Free Zone, Dubai, UAE. Some Non Resident Indians & Foreign Institutional Investors hold minor shareholding in the Company.					

### II. INFORMATION ABOUT THE APPOINTEES:

Though there are no appointments, the details below are provided as per Schedule V of the Companies Act, 2013 and the Secretarial Standard – 2 on General Meetings in respect of item nos. 5 to 9 of the Notice for payment of remuneration to the Chairman and other Independent Directors of the Company

Particulars	Mr. Anant Talaulicar	Mr. Rajendra Chitale	Mr. Alok Nanda	Mr. Ashok Kumar Barat	Ms. Bijal Ajinkya
<b>DIN</b>	00031051	00015986	02149755	00492930	01976832
<b>Date of Birth</b>	11.7.1961	10.04.1961	14.07.1960	05.12.1956	22.07.1976
<b>Age</b>	64 Years	65 Years	65 Years	69 Years	49 Years
<b>Category &amp; Designation</b>	Non- Executive Independent Director (Chairman)	Non-Executive Independent Director	Non-Executive Independent Director	Non-Executive Independent Director	Non-Executive Independent Director
<b>Experience</b>	42 Years	43 Years	44 Years	42 Years	25 Years
<b>Date of appointment first appointment on the Board</b>	21.11.2019	23.01.2019	23.01.2019	19.03.2024	19.03.2024

Particulars	Mr. Anant Talaulicar	Mr. Rajendra Chitale	Mr. Alok Nanda	Mr. Ashok Kumar Barat	Ms. Bijal Ajinkya
<b>Expertise in specific functional areas</b>	Manufacturing, Project Management, Finance, Strategy Development and Implementation, IT, HR, Governance, Leadership Roles and Risk Management	Audit, Taxation and Finance	Advertising and Communication	Functional, operational and governance roles. Major functional influence and impact areas - finance, M&A, strategy, audit, management assurance and governance.	Legal, Finance, Governance, Mergers & Acquisitions
<b>Qualifications</b>	B.E. (Mech), Master's degree in Engineering and MBA	B. Com, L.L.B, F.C.A.	B. Com	Fellow Member of Institute of Chartered Accountants of India and Institute of Company Secretaries of India, Associate Member of Institute of Chartered Accountants of England & Wales, CPA Australia.	L.L.B, L.L.M (International Law)
<b>Remuneration last drawn (Financial Year 2024-25)</b>	Rs. 86,10,000/-	Rs. 10,50,000/-	Rs. 5,70,000/-	Rs. 10,30,000/-	Rs. 5,10,000/-
<b>Terms &amp; conditions of appointment/ re-appointment</b>	Re-appointed as the Non-Executive Independent Director (Chairman) of the Company for a period of five years w.e.f. November 21, 2024	Re-appointed as the Non-Executive Independent Director of the Company for a period of five years w.e.f. January 23, 2024	Re-appointed as the Non-Executive Independent Director of the Company for a period of five years w.e.f. January 23, 2024	Appointed as the Non-Executive Independent Director of the Company for a period of five years w.e.f. March 19, 2024	Appointed as the Non-Executive Independent Director of the Company for a period of five years w.e.f. March 19, 2024
<b>Directorships held in other companies as on March 31, 2026 excluding Foreign Companies</b>	<ol style="list-style-type: none"> <li>The Hi-Tech Gears Limited</li> <li>India Nippon Electricals Limited</li> <li>KPIT Technologies Limited</li> <li>Jakson Engineers Limited</li> <li>Jakson Limited</li> <li>Endurance Technologies Limited</li> <li>Jakson Green Limited</li> <li>Jakson Green Renewable Private Limited (Formerly known as Ocior Green Hydrogen Private Limited)</li> <li>Lucas TVS Limited</li> </ol>	<ol style="list-style-type: none"> <li>Apollo Tyres Limited</li> <li>DAM Capital Advisors Limited</li> <li>Chitale Advisory Services Private Limited</li> </ol>	Alok Nanda and Company Communications Private Limited	<ol style="list-style-type: none"> <li>Mahindra Accelo Limited</li> <li>Bata India Limited</li> <li>Huhtamaki India Limited</li> <li>Alembic Pharmaceuticals Limited</li> <li>JSW Paints Limited</li> <li>Aarti Industries Limited</li> <li>GE Power India Limited</li> <li>Eveready Industries India Limited</li> <li>JSW UAV Limited</li> </ol>	<ol style="list-style-type: none"> <li>Automotive Axles Limited</li> <li>GMR Air Cargo and Aerospace Engineering Limited</li> <li>GMR Hyderabad International Airport Limited</li> <li>GMR Hyderabad International Airport Limited</li> <li>Delhi International Airport Limited</li> <li>Alicon Castalloy Limited</li> <li>Course5 Intelligence Limited</li> <li>Mahindra Holdings Limited</li> </ol>
	<b>Section 8 Companies</b> 1. Ushajivant Foundation				

Particulars	Mr. Anant Talaulicar	Mr. Rajendra Chitale	Mr. Alok Nanda	Mr. Ashok Kumar Barat	Ms. Bijal Ajinkya
<b>Memberships of Audit &amp; Stakeholders Relationship Committees, Nomination and Remuneration Committee and Corporate Social Responsibility Committee of other companies as on March 31, 2026</b>	<ol style="list-style-type: none"> <li>1. KPIT Technologies Limited – Member of Audit Committee, Risk Management Committee and Stakeholders Relationship Committee, Chairman of Corporate Social Responsibility Committee and Nomination and Remuneration Committee</li> <li>2. Indian Nippon Electricals Limited – Chairman of Audit Committee, Risk Management Committee and, Member of Nomination and Remuneration Committee</li> <li>3. Jakson Limited – Chairman of Nomination and Remuneration Committee, Member of Audit Committee</li> <li>4. Jakson Engineers Limited – Chairman of Nomination and Remuneration Committee, Member of Audit Committee</li> <li>5. Jakson Green Limited – Chairman of Nomination and Remuneration Committee, Member of Stakeholders Relationship Committee</li> </ol>	<ol style="list-style-type: none"> <li>1. DAM Capital Advisors Limited - Chairman of Audit Committee, Member of Nomination and Remuneration Committee</li> </ol>	NIL	<ol style="list-style-type: none"> <li>1. Mahindra Accelo Limited -Chairman of Audit Committee, Member of Nomination and Remuneration Committee</li> <li>2. Bata India Limited - Member of Audit Committee)</li> <li>3. Huhtamaki India Limited - Chairman of Audit Committee and Risk Management Committee</li> <li>4. Alembic Pharmaceuticals Limited - Chairman of Audit Committee and Risk Management Committee, Member of Nomination and Remuneration committee and Corporate Social Responsibility Committee</li> <li>5. GE Power India Limited - Chairman of Audit Committee, Member of Nomination and Remuneration committee and Risk Management Committee</li> <li>6. Aarti Industries Limited - Chairman of Audit Committee</li> <li>7. Eveready Industries India Limited – Chairman of Risk Management Committee</li> </ol>	<ol style="list-style-type: none"> <li>1. GMR Hyderabad International Airport Limited - Member of Audit Committee</li> <li>2. Delhi International Airport Limited -Member of Audit Committee and Nomination and Remuneration Committee</li> <li>3. GMR Airports Limited – Chairperson of Stakeholders Relationship Committee, Member of Nomination and Remuneration Committee</li> <li>4. GMR Air Cargo and Aerospace Engineering Limited -Member of Audit Committee</li> <li>5. Automotive Axles Limited - Member of Audit Committee, Nomination and Remuneration committee and Corporate Social Responsibility Committee</li> <li>6. Course5 Intelligence Limited -Member of Audit Committee</li> <li>7. Mahindra Holdings Limited – Member of Corporate Social Responsibility Committee</li> </ol>
	<ol style="list-style-type: none"> <li>6. Endurance Technologies Limited – Member of Audit Committee</li> </ol>			<ol style="list-style-type: none"> <li>8. JSW Paints Limited -Member of Audit Committee and Nomination and Remuneration Committee</li> </ol>	
<b>Shareholding in the Company including shareholding as a beneficial owner (as on the date of notice)</b>	Nil	4,007 Equity Shares of Rs. 10 each (Constituting 0.0025 % of Equity Share Capital of the Company)	10 Equity Shares of Rs. 10 each (Constituting 0.00% of the Equity Share Capital of the Company)	Nil	Nil

Particulars	Mr. Anant Talaulicar	Mr. Rajendra Chitale	Mr. Alok Nanda	Mr. Ashok Kumar Barat	Ms. Bijal Ajinkya
<b>Relationship with other Directors, Manager and other Key Managerial Personnel of the Company</b>	None	None	None	None	None
<b>Number of Meetings of Board attended during the year</b>	8/8	8/8	6/8	8/8	5/8
<b>Background details</b>	<p>Mr. Anant Talaulicar holds a bachelor's degree in Mechanical Engineering from Mysore University, a master's degree from the University of Michigan and a MBA degree from Tulane University, USA. Mr. Anant Talaulicar has about 42 years of rich experience (16 years in USA) in the fields of Finance, Manufacturing, Operations, Project Management, Strategy, Risk Management etc. He was Chairman and Managing Director of Cummins Group in India and has held various positions in Cummins and made significant contributions to Cummins globally. He also teaches on the subject of leadership at various institutes and is also engaged as an advisor to Companies and Start-ups. He is on the board of various listed and unlisted companies.</p>	<p>Mr. Rajendra Chitale, an eminent Chartered Accountant and a Law Graduate, is Managing Partner of M. P. Chitale &amp; Co. (one of India's reputed accounting and audit firms) and Chitale &amp; Co. (one of India's leading boutique structuring and tax advisory firm). He has played an important role in helping the country navigate through the period of transition since 1991, while serving as a member of regulatory/governmental committees of Securities &amp; Exchange Board of India (SEBI), Insurance Regulatory and Development Authority of India (IRDAI), Financial Sector Legislative Reforms Commission, Government of India (FSLRC), Competition Commission of India (CCI), High Powered Committee of Government of India to advice on restructuring of UTI, the Maharashtra Board for Restructuring of State Enterprises, Government of Maharashtra, and Investor Education &amp; Protection Fund Committee (IEPF), Government of India. He has also served as a Director on the Board of important institutions such as LIC, UTI, SIDBI, NSE, NSCCL, CCIL. He is a trusted advisor to diverse International and Indian institutions on structuring, taxation, law and regulations.</p>	<p>Mr. Alok Nanda is the founder and CEO of Alok Nanda &amp; Communications Pvt. Ltd, a creative brand consultancy. In this capacity, he has advised some of India's leading brands and companies from various sectors such as e-commerce, service, real estate, construction, hospitality etc.</p>	<p>Mr. Ashok Kumar Barat is a Fellow Member of the Institute of Chartered Accountants of India, a Fellow Member of the Institute of Company Secretaries of India and an Associate - Institute of Chartered Accountants of England &amp; Wales, and CPA Australia. Mr. Barat has significant engagement with, and contribution to public life. He was Past President, Bombay Chambers of Commerce and Industry, and of The Council of EU Chambers of Commerce in India. He is Certified Mediator and Convenor of the Centre of Mediation and Conciliation of the Bombay Chambers; mediator of commercial disputes for the Hon'ble High Court at Mumbai. He held executive leadership positions in various Indian and multinational organizations, in India and overseas. His Professional experiences encompass functional, operational (including P&amp;L), and governance roles.</p>	<p>Ms. Bijal Tushar Ajinkya has done L.L.M. in International Law from University of Mumbai and is a leading tax and private client legal practitioner with over 23 years of experience. She is a partner in Khaitan &amp; Co. in the Direct Tax, Private Client and Investment Funds Practice Groups. She primarily focuses on international tax, structuring of inbound and outbound investments, M&amp;A tax negotiations, providing opinions on complex tax issues on international tax, etc. She is globally recognized for her expertise in tax and private client matters and has received many accolades from prestigious organisations, including Chambers &amp; Partners, Who's Who Legal, Legal 500 and so on. She is the first Indian qualified lawyer to be admitted to the American College of Trust and Estate Practitioners, an elite fellowship of globally renowned professionals.</p>

Particulars	Mr. Anant Talaulicar	Mr. Rajendra Chitale	Mr. Alok Nanda	Mr. Ashok Kumar Barat	Ms. Bijal Ajinkya
<b>Past remuneration for FY 2024-25</b>	Rs. 86,10,000/-	Rs. 10,50,000/-	Rs. 5,70,000/-	Rs. 10,30,000/-	Rs. 5,10,000/-
<b>Recognition or Awards</b>	As specified in the background details				
<b>Job profile and suitability</b>	<p>Since joining the Board of the Company, Mr. Anant Talaulicar has taken active interest in significant strategic matters of the Company and his contribution has been immense and invaluable. His role in the corporate strategy and business development of the Company has been significant. Mr. Talaulicar as Non-Executive Chairman not only offers the Company his expertise in the business of the Company but also plays an important role in guiding and mentoring the leadership team of the Company. Mr. Talaulicar has played a significant role in all operational aspects of the Company for the financial year 2025-26. He has been continuously monitoring implementation of strategies &amp; initiatives and taking corrective actions wherever required. He is also involved in drawing strategies for taking the Company to the next level.</p>	<p>The Non-Executive Independent Directors of the Company have brought significant professional expertise and rich experience across a wide spectrum of functional areas such as business strategy, finance, taxation, marketing, legal, corporate governance and technology and it is imperative to adequately compensate them for the valuable contributions made by them to the Company.</p>			
<b>Remuneration proposed</b>	Rs. 40,00,000/- for the FY 2025-26 as stated in the item no. 5 of the AGM Notice and Commission upto Rs. 2,00,00,000/- for FY 2026-27 as stated in item no. 11 of the AGM Notice	Rs. 6,50,000/- for the FY 2025-26	Rs. 3,50,000/- for the FY 2025-26	Rs. 5,50,000/- for the FY 2025-26	Rs. 3,50,000/- for the FY 2025-26
<b>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)</b>	The remuneration for a similar position in the industry, having regard to the size of the companies and profile, knowledge and experience of person, is comparable to the remuneration of Mr. Anant Talaulicar	The remuneration for a similar position in the industry, having regard to the size of the companies and profile, knowledge and experience of person, is comparable to the remuneration of the aforementioned Non-Executive Independent Directors.			
<b>Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel (or other director), if any</b>	None of the aforesaid Directors have any pecuniary relationship directly or indirectly with the Company, other than remuneration of the Company.				

### III. OTHER INFORMATION

<b>Reasons of loss or inadequate profits</b>	The FY 2025-26 was yet another challenging year for the Company. The volumes in roofing and ESBS business segments dropped during the year under review and the revenue from operations declined by 20% over previous year on a standalone basis and by 18% on a consolidated basis. Due to decline in revenue and the net effect of Rs. 42 crores on account of exceptional items, the Company has incurred a loss of Rs. 100.17 crores for the year ended March 31, 2026 as compared to the profit of Rs. 14.35 crores in previous year, on a standalone basis. At a consolidated level, the Company suffered loss of Rs. 101.69 crores for the year ended March 31, 2026 as against loss of Rs. 3.60 crores in previous year.
<b>Steps taken or proposed to be taken for improvement</b>	The Company has put in place plans and strategic initiatives for achieving sustainable growth and turning performance to profitability. The Company is focusing on execution, quality, service, pricing, value added sales, cost, productivity and volume. Some of the steps taken by the Company are strengthening product portfolio, manufacturing capability, marketing initiatives and optimising cost of manufacturing and in general cost reduction.
<b>Expected increase in productivity and profits in measurable terms</b>	The Company is conscious about improvement in productivity and undertakes constant measures to improve the same. However, it is extremely difficult in present scenario to predict profits in measurable terms.

### IV. DISCLOSURES

The Company has not committed any default in payment of dues to any bank or public financial institution or any other secured creditor.

The Company is making appropriate disclosures as required under Sub-clause IV (Disclosures) of clause (iv) of the second proviso to Section II (B) of Part II of Schedule V to the Companies Act, 2013 in the Corporate Governance Report forming part of the Board's Report of the Company and shall continue to make the said disclosures.

## ANNEXURE III

### TAXABILITY OF DIVIDENDS

#### Tax Deduction at Source (TDS) on Final Dividend for FY 2025-26

Please take note of the below TDS provisions and documents required for exemption in respect of final dividend for FY 2025-26:

For Resident Shareholders: Tax is required to be deducted at source under Section 393(1) of the Income Tax Act, 2025 ("the Act") at the rate of 10% on the amount of dividend, where shareholders have registered their valid PAN. In case, shareholders do not have PAN or have invalid PAN or have not registered their valid PAN details with their Depository Participant / the Company's Registrar and Share Transfer Agent or shareholder's PAN is not linked with Aadhar, TDS at the rate of 20% shall be deducted under Section 397(2) of the Act.

The Company will rely on the reports downloaded from the reporting portal of the income tax department for checking the validity of PANs / inoperative PANs under Section 397(2) of the Act.

**a) For Resident Individual:** No tax shall be deducted on the dividend payable to resident individuals if:

1. Total dividend amount to be paid to the individual shareholder during the FY 2026-27 does not exceed Rs. 10,000/-; as per Section 393(4) of the Act or
2. The shareholder provides Form 121 (applicable to resident individuals / including Individuals above the age of 60 years), provided that all the required eligibility conditions are met. Please note that all fields are mandatorily to be filled up and the Company may at its sole discretion reject the form, if it does not fulfil the prescribed requirement of law; or
3. Exemption certificate, if any, issued by the Income-tax Department

**b) For Resident Non-Individual:** No tax shall be deducted on the dividend payable to the following resident non-individuals where they provide details and documents as per format of Declaration regarding Category and Beneficial Ownership of shares.

- i. **Insurance Companies:** Self-declaration that it qualifies as 'Insurer' as per Section 2(7A) of the Insurance Act, 1938 and has full beneficial interest

with respect to the ordinary shares owned by it along with self-attested copy of PAN and certificate of registration with Insurance Regulatory and Development Authority of India (IRDAI) / LIC / GIC.

- ii. **Mutual Funds:** Self-declaration that it is registered with SEBI and is specified under Schedule VII (Table: Sl. No. 20 or 21) of the Act along with self-attested copy of PAN and certificate of registration with SEBI.
- iii. **Alternative Investment Fund (AIF):** Self-declaration that its income is exempt under Schedule V (Table Sl. No. 1) of the Act, and they are registered with SEBI as Category I or Category II AIF along with self-attested copy of the PAN and certificate of AIF registration with SEBI.
- iv. **New Pension System (NPS) Trust:** Self-declaration that it qualifies as NPS trust and its income is eligible for exemption under Schedule VII (Table Sl. No. 41) of the Act and being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN.
- v. **Recognised Provident funds:** Self-attested copy of a valid order from Commissioner under Rule 3 of Part A of Eleventh Schedule to the Act or self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees Provident Funds Act.
- vi. **Approved Superannuation fund:** Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Eleventh Schedule to the Act.
- vii. **Approved Gratuity Fund:** Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Eleventh Schedule to the Act.
- viii. **National Pension Scheme:** A declaration that the NPS is exempt under Section 393(9) of the Act and registration taken under Pension Fund Regulatory and Development Authority Act, 2013.
- ix. **Other Non-Individual shareholders:** Self-attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN.

The Resident Non-Individual Members such as Insurance Companies, Mutual Funds, AIF and other domestic financial institutions established in India and Non-Resident Non-Individual Members such as FPI may submit the relevant forms, declarations and documents through their respective custodians who are registered with NSDL for tax services, on or before the aforesaid timelines.

In case shareholders (both individuals or non-individuals) provide certificate under Section 197 / 395 of the Income-tax Act, 1961 / Income tax Act, 2025 for lower / Nil withholding of taxes, rate specified in the said certificate shall be considered on submission of self-attested copy to the Company.

**For Non-resident Shareholders:** Tax at source shall be deducted under Section 393(2) of the Act at the applicable rates. As per the relevant provisions of the Act, the withholding tax shall be @ 20% (plus applicable surcharge and cess) on the amount of dividend payable to Non-resident Members.

Further, in case of Foreign Institutional Investors and Foreign Portfolio Investors, tax shall be deducted at source @ 20% (plus applicable surcharge and cess) under Section 393(2) of the Act. In case of Non-resident Member having valid certificate issued under Section 395 of the Act. TDS will be deducted at the rate mentioned in the certificate; provided the Member submits copy of the certificate obtained from the income tax authorities.

As per Section 159 of the Act, Non-resident Members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement ('DTAA' or 'Tax Treaty'). To avail the Tax Treaty benefits, the Non-resident Member will have to provide the following:

- Self-attested copy of Tax Residency Certificate ('TRC') obtained from the tax authorities of the country of which the Nonresident Member is a resident valid for the tax year 2026-27.
- Electronically generated Form 41. Furnishing of Form 41 in any other format will not be considered valid.
- Self-attested copy of the PAN allotted by the Indian income-tax authorities, if any.
- Self-declaration certifying the following points:
  - i. Member is and will continue to remain a tax resident of the country of its residence during the financial year 2026-27;

- ii. Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;
- iii. Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;
- iv. Member is the ultimate beneficial owner of its shareholding in the Company and Dividend receivable from the Company; and
- v. Member does not have a taxable presence or permanent establishment in India during financial year 2026-27

In case the Non-Resident Shareholder is FII and FPI, a copy of SEBI registration certificate need to be submitted.

In case of shareholder being tax resident of Singapore, letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore DTAA.

It is recommended that shareholders should independently satisfy their eligibility to claim DTAA benefit including meeting of all conditions laid down by DTAA.

Kindly note that the Company is not obligated to apply beneficial DTAA rates at the time of tax deduction / withholding on dividend amounts. Application of beneficial rate as per DTAA for the purpose of withholding taxes shall depend upon completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholder.

### **Declaration under Rule 203 of the Income Tax Rules, 2026**

In case the dividend income is assessable to tax in the hands of a person other than the registered shareholder as on July 27, 2026, in terms of Rule 203 of the Income Tax Rules, 2026, the registered shareholder is required to furnish a declaration containing the name, address, PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person on or before July 28, 2026. No request in this regard would be accepted by the Company / Company's Registrar and Share Transfer Agent viz. MCS Share Transfer Agent Limited (RTA) after the said date for payment of dividend.

### **For Shareholders having multiple accounts under different status / category**

Shareholders holding Ordinary shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to

the status in which shares are held under a PAN will be considered on their entire holding in different accounts.

**Miscellaneous:**

- i. All members are requested to ensure that the details regarding Permanent Account Number (PAN), residential status, category of the member, email address and residential address are completed and/ or updated, as applicable, in their respective demat account/s maintained with the Depository Participant/s; or in case of shares held in physical form, with the Company.
- ii. In case the tax on said dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents from you or incomplete documents, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible. No claim shall lie against the Company for such higher taxes deducted.
- iii. The tax credit can also be viewed in Form 26AS by logging in with your credentials (with valid PAN) at TRACES <https://www.tdscpc.gov.in/app/login.xhtml> or the e-filing website of the Income Tax department of India <https://www.incometax.gov.in/iec/foportal/>
- iv. For all self-attested documents, shareholders must mention "certified true copy of the original" on the document. For all documents being submitted by the shareholder, the shareholder undertakes to send the original documents on the request by the Company.
- v. Above communication on TDS sets out the provisions of law in a summary manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions that may be applicable to them.
- vi. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the shareholders, such shareholders will be responsible to indemnify the Company and also provide the Company with all information / documents and cooperation in any appellate proceedings.
- vii. Shareholders holding shares in dematerialized mode are requested to update their records such as tax residential status, PAN, registered email addresses, mobile numbers, bank account details and other details with their relevant Depositories through their Depository Participants. Shareholders holding shares in physical mode are requested to contact the Company's RTA at [helpdesk@mcsregistrars.com](mailto:helpdesk@mcsregistrars.com) for updating the above-mentioned details. The Company is obligated to deduct TDS based on the records available with RTA and no request will be entertained for revision of TDS return.
- viii. Incomplete and/or unsigned forms, declarations and documents will not be considered by the Company for granting any exemption.
- ix. Members are requested to submit documents for TDS exemption by July 27, 2026 for their respective category on the email id of the RTA on [helpdesk@mcsregistrars.com](mailto:helpdesk@mcsregistrars.com) or to the Company on [compofficer@everestind.com](mailto:compofficer@everestind.com). The hard copy can also be submitted to RTA at MCS Share Transfer Agent Limited 3B3, 3rd Floor, B-Wing, Gundecha Onclave Premises Co-op. Society Ltd., Kherani Road, Saki Naka, Andheri (E), Mumbai - 400 072 or to the Company at Tower-14, Level-3, Corporate Solitaire Park Guru Hargovindji Rd, Chakala, Andheri East, Mumbai, Maharashtra 400093.

By Order of the Board  
For **Everest Industries Limited**

**Amruta Avasare**

Company Secretary & Head-Legal  
Membership No.: A18844

Date: May 26, 2026

Place: Mumbai

Registered Office: GAT No. 152, Lakhmapur,  
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