

HGM

November 18, 2025

To
The Manager- Compliance Department
Bombay Stock Exchange Limited
Floor 25, P. J. Tower, Dalal Street,
Mumbai -400 001

BSE Scrip Code: 532761

To
The Manager- Compliance Department
National Stock Exchange of India Limited
'Exchange Plaza', Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

NSE symbol: HGM

Subject: Submission of Postal Ballot Notice

Ref: Regulation 30 SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

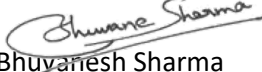
Please find enclosed herewith the Postal Ballot Notice ("PBN") dated November 14, 2025, for seeking shareholders' approval by way of special resolutions through postal ballot via remote e-voting.

The above PBN, is in furtherance to our intimation dated November 14, 2025 wherein the Board of Directors had inter-alia approved to seek approval of shareholders of the Company through postal ballot for the appointment of Mrs. Bhavana Sharma (DIN: 11342738) as an Independent Director of the Company to hold office for a 1st term of 5 (five) consecutive years effective w.e.f. 15th October 2025 to October 14, 2030 (both days inclusive).

The PBN, together with Explanatory Statement was sent on November 18, 2025 to the shareholders of the Company whose names appeared on the Register of Members/ List of Beneficial Owners as on November 14, 2025 i.e. Cut-off date. The e-voting period begins from November 19, 2025 (10:00 AM) till December 18, 2025 (5:00 PM.) for the Members' to exercise their vote through electronic-voting.

Kindly take the above on record.

Thanking you,
For **HandsOn Global Management (HGM) Limited**


Bhuvanesh Sharma

**VP-Corporate Affairs, Company Secretary &
Compliance Officer**

HandsOn Global Management (HGM) Limited

(formerly known as HOV Services Limited)

CIN:L72200PN1989PLC014448

Regd. Office: 3rd Floor, Sharda Arcade, Pune Satara Road, Bibwewadi Pune - 411 037, Maharashtra, India

Tel: +91-20 24221460 | **Website:** www.hgmlimited.com | **Email:** ir@hgmlimited.com



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POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given that the resolutions set out in this Notice is proposed to be passed by the members of HandsOn Global Management (HGM) Limited ("the Company" or "HGM") by means of Postal Ballot, only by way of remote e-voting process (the "e-voting"), pursuant to Section 110 of the Companies Act, 2013 ("the Act"); Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules; and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"); Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time) and General Circular No. 03/2025 dated 22/09/2025 issued by the Ministry of Corporate Affairs and SEBI circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

SPECIAL BUSINESS

Appointment of Mrs. Bhavana Sharma (DIN: 11342738) as an Independent Director of the Company

To consider and pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mrs. Bhavana Sharma (DIN: 11342738) who was appointed as an Additional Director (Category: Non-Executive Independent) of the Company, with effect from 15th October 2025 under section 161 of the Act and who qualifies for being appointed as an Independent Director, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a 1st term of 5 (five) consecutive years effective from 15th October 2025 to October 14, 2030 (both days inclusive).

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient, including to delegate all or any of its powers conferred herein to any executives / officers of the Company to do all such acts, deeds, matters and things and also to execute such documents, as may be necessary, to give effect to this Resolution.



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NOTES:

1. The Statement pursuant to Section 102 (1) of the Act pertaining to the resolution setting out the material facts and the reasons relating to the resolution stated in this electronic Postal Ballot Notice is annexed hereto.
2. The details under Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of SS-2, in respect of the persons seeking appointment as a Director is furnished as **Annexure – A** in the Explanatory Statement of this Notice.
3. In terms of the MCA Circulars, the Notice of Postal Ballot along with the instructions regarding e-voting is being sent only by email to all those members, whose email addresses are registered with the Registrar and Share Transfer Agent i.e. KFin Technologies Limited (“KFinTech”) or with the depository(ies) / depository participants and whose names appear in the register of members/list of beneficial owners as on the **cut-off date i.e., November 14, 2025**.
4. All the Members of the Company as on the cut-off date shall be entitled to vote electronically. A person who became a member after the cut-off date should consider this Notice for information purpose only.
5. The Postal Ballot Notice will also be available on the website of the Company <https://www.hgmlimited.com>; website of the KFinTech at <https://evoting.kfintech.com> and on the websites of National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com). As per the applicable MCA Circulars, the physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not required to be sent to the members for this Postal Ballot.
6. In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, SS-2 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has provided a facility to the Members to exercise their votes electronically through electronic voting system (e-voting) platform. The e-voting service platform will be provided by KFinTech.
7. Accordingly, all members can cast their votes electronically through the e-voting facility provided by the KFinTech. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically.
8. **The e-voting shall commence on November 19, 2025 at 10.00 AM (IST) and will end on December 18, 2025 at 5.00 PM (IST).** The e-voting module shall be disabled by KFinTech for voting thereafter. During this period, the Members of the Company holding shares as on the **cut-off date, i.e., November 14, 2025**, may cast their vote by electronic means. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
9. Mr. Prajot Tungare, a Practicing Company Secretary (Membership No.: F5484), or in his absence Jayesh Parmar (Membership No.: F11745), Partner/s, of M/s. Prajot Tungare & Associates, Practicing Company Secretaries, are been appointed as Scrutinizer for conducting the postal ballot through e-voting process in a fair and transparent manner. Their decision on the validity of the Postal Ballot shall be taken as final.
10. The Scrutinizer will prepare his report after conclusion of the voting period and shall submit the said report to the Chairman of the Company or any official authorized by the Chairman in this regard.
11. **The results of the e-voting will be announced not later than December 20, 2025**, at the registered office of the Company by placing the same along with the Scrutinizer’s report on the Company’s website <https://www.hgmlimited.com> and shall also be placed on the website of KFinTech and shall be filed with the Stock Exchanges. Subject to receipt of requisite number of votes, the Resolution in the Notice shall be deemed to be passed on **December 18, 2025** i.e. the last day of the voting period.
12. All the material documents referred to in the explanatory statement will be available for inspection electronically until

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the last date of voting. Any Member seeking to inspect can send an email to ir@hgmlimited.com.

13. Members are requested to register their email addresses, if not yet registered, to enable the Company to provide all communications to the members through email.
14. Members who have not yet registered their email addresses are requested to get their email addresses registered with KFinTech, on a temporary basis, by following the procedure mentioned below:
 - a. Visit the link <https://ris.kfintech.com/clientservices/postalballot/>
 - b. Select the Company name i.e., **HandsOn Global Management (HGM) Limited (Event No. 9304)**
 - c. Select the holding type from the drop down i.e. - NSDL/CDSL/Physical.
 - d. Enter DP ID – Client ID (in case shares are held in electronic form)/Physical Folio No. (in case shares are held in physical form) and PAN.
 - e. If PAN details are not available in the system, the system will prompt to upload a self-attested copy of the PAN card for updating records.
 - f. In case of shares held in physical form where PAN details are not available in the records, please enter any one of the Share Certificate No. in respect of the shares held by you.
 - g. Enter the email address and mobile number.
 - h. System will validate DP ID – Client ID/Folio No. and PAN or share certificate No., as the case may be, and send OTP at the registered mobile number as well as email address for validation.
 - i. Enter the OTPs received by SMS and email to complete the validation process. OTP will be valid for 5 minutes only.
 - j. The Notice and e-voting instructions along with the User ID and Password will be sent on the email address updated by the Member.
 - k. **Please note that in case the shares are held in electronic form, the above facility is only for temporary registration of email address for receipt of the Notice and the e-voting instructions along with the User ID and Password. Such members will have to register their email addresses with their DPs permanently, so that all communications are received by them in electronic form.**
 - l. In case of queries, members are requested to write to einward.ris@kfintech.com or call at the toll-free number 1-800-309-4001.
15. The Members are requested to follow the instructions for e-voting process as provided in the Notice.
16. **An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and reasons for the proposed aforesaid Special Resolution is annexed hereto.**

By Order of the Board of Directors

For **HandsOn Global Management (HGM) Limited**

Sd/-

Bhuvanesh Sharma

VP-Corporate Affairs &

Company Secretary & Compliance Officer

Place: Pune

Date: November 14, 2025

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EXPLANATORY STATEMENT TO THE NOTICE OF POSTAL BALLOT FOR THE AGENDA

Proposal:

The Board of Directors of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee (NRC), has considered and approved the appointment of Mrs. Bhavana Sharma (DIN: 11342738) as an Additional Director (Non-Executive Independent) of the Company, with effect from 15th October 2025 under section 161 of the Companies Act, 2013 ("the Act") subject to approval of the Members of the Company, to hold office as an Independent Director, not liable to retire by rotation, for a 1st term of 5 (five) consecutive years commencing from October 15, 2025 to October 14, 2030 (both days inclusive).

Process & Basis of Appointment:

The NRC had identified skills, expertise and competencies required by the Board to fill the position of women independent director of the Company, had selected Mrs. Bhavana Sharma who is independent director and recommended to the Board for her appointment. After considering the qualifications, skillsets, experience, independence, knowledge and her ability to devote sufficient time, the Board put her appointment as an Independent Director before the Shareholders' of the Company.





The Company has received notice under section 160 of the Act for the candidature of Mrs. Bhavana Sharma for the office of Independent Director of the Company.

The Board of Directors recommends the Special Resolution set forth in this Notice for the approval of the Members.

None of the directors, Key Managerial Personnel of HGM and their relatives, except Mrs. Bhavana Sharma, are interested in the aforesaid resolutions, except to the extent of their shareholding, if any, in HGM.

INSTRUCTIONS FOR E-VOTING

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode

TYPE OF MEMBER	LOGIN METHOD
Individual Members holding securities in demat mode with NSDL NSDL Mobile App is available on  App Store  Google Play  	<ol style="list-style-type: none">For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.Existing Internet-based Demat Account Statement ("IDeAS") facility Users:<ol style="list-style-type: none">Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile.



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	<ul style="list-style-type: none"> ii. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password. iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed. iv. Click on company name i.e. HandsOn Global Management (HGM) Limited or ESP i.e. KFin. v. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period. <p>3. Those not registered under IDeAS:</p> <ul style="list-style-type: none"> i. Visit https://eservices.nsdl.com for registering. ii. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp iii. Visit the e-voting website of NSDL https://www.evoting.nsdl.com. iv. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open. v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen. vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. vii. Click on company name i.e HandsOn Global Management (HGM) Limited or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period. viii. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.
TYPE OF MEMBER	LOGIN METHOD
Individual Members holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Electronic Access To Securities Information (“Easi/ Easiest”) facility:</p> <ul style="list-style-type: none"> i. Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. ii. Click on New System Myeasi. iii. Login to Myeasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu.

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	<p>vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.</p> <p>2. User not registered for Easi/ Easiest</p> <p>i. Visit https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration for registering.</p> <p>ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</p> <p>iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote.</p> <p>3. Alternatively, by directly accessing the e-voting website of CDSL</p> <p>i. Visit www.cdslindia.com.</p> <p>ii. Provide demat account number and PAN.</p> <p>iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</p> <p>iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. 'HandsOn Global Management (HGM) Limited or select KFin.</p> <p>v. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.</p>
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Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259

II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (**EVENT 9304**), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID.

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However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.

- iii. After entering these details appropriately, click on “LOGIN”.
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the “EVEN” i.e., ‘HandsOn Global Management (HGM) Limited’ and click on “Submit”
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/ AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option “ABSTAIN”. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

IMPORTANT DATES AND INFORMATION FOR POSTAL BALLOT ELECTRONIC VOTING

Sr. No.	Particulars	Details
1	Cut-of date for e-voting	November 14, 2025
2	Remote e-voting start date and time	November 19, 1025 at 10:00 AM IST
3	Remote e-voting end date and time	December 18, 2025 at 5:00 PM IST
4	Date on which resolution deemed to be passed	On the date of declaration of e-voting results
5	Remote E-voting website of KFin	https://evoting.kfintech.com
6	Name, address and contact details of e-voting service provider and Registrar and Transfer Agent	KFin Technologies Limited (“KFinTech”), Selenium, Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana – 500 032 Contact details: Phone No.: 040-6716 1509 or KFinTech’s toll free No.: 1800-3094-001
7	Email registration & contact updating process	Demat shareholders: Contact respective Depository Participants Physical Shareholders: Send Form ISR-1 and other relevant forms to KFinTech at Selenium, Tower-B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Rangareddy, Telangana India – 500 032 or at the email ID einward.ris@kfintech.com

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ANNEXURE TO THE NOTICE OF POSTAL BALLOT

Details such as profile of director and additional information as required under Regulation 36 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on General Meetings, for directors seeking appointment/ re-appointment are as below:

Sr. No.	Particulars	Details
1	Name of the Director	Mrs. Bhavana Sharma
2	Director Identification Number (DIN)	11342738
3	Date of Birth and Age	15/03/1964 / 61.6 years
4	Qualifications	Executive MBA in HR, certifications in Business Analytics, and leadership development from XLRI.
5	Category / Designation	Independent and Non-Executive Director
6	Date of first Appointment on the Board	October 15, 2025 (As Additional Director)
7	Name of listed entities from which the person has resigned in the past three years	Nil
8	Directorship in other Companies	Nil
9	Chairmanship / Membership of Committees in other Companies	Nil
10	Number of Equity Shares held in the Company & Number of Equity Shares held in the Company for any other person on a beneficial basis	Nil
11	Relationship between Directors inter-se; with other Directors and Key Managerial Personnel of the Company	Mrs. Bhavana Sharma is not related to any other Director/KMP of the Company.
12	Remuneration last drawn (in FY 2024-25), if applicable	Not applicable as this being the 1 st term of appointment.
13	Remuneration proposed to be paid	Would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof.
14	Attendance at Board Meetings during the year 2024-25	Not Applicable since appointed as Independent Directors with effect from October 15, 2025.
15	Justification for appointment as Independent Director	The NRC had identified skills, expertise and competencies required by the Board to fill the position of women independent director of the Company, had selected Mrs. Bhavana Sharma who is independent director and recommended to the Board for her appointment. After considering the qualifications, skillsets, experience, independence, knowledge and her ability to devote sufficient time, the Board put her appointment as an Independent Director before the Shareholders' of the Company.

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16	Skills, experiences and capabilities required for the role.	Org design & development. Human capital utilization, experience in the hiring of top level expertise, strategy, risk prediction & management.
17	Brief Profile	Mrs. Bhavana possesses over 25 years of comprehensive experience across multiple sectors, including IT with all facets of Organizational Management, with a specialized focus on People Practices and HR. Her expertise spans strategic HR functions, workforce retention, automation, and nationwide initiatives such as Hackathons, all underpinned by a strong understanding of global work ethics, competitiveness, and industry best practices. With a proven track record in shaping organizational culture and aligning HR strategies with business objectives and have demonstrated exceptional leadership in driving organizational growth, optimizing performance, and fostering a culture of innovation.
18	Terms and conditions of appointment	1 st term of consecutive five years w.e.f October 15, 2025.
19	Nature of expertise in specific functional areas / Expertise/skills	Technology oriented Human capital utilization and services, corporate governance and stakeholder's engagement.

By Order of the Board of Directors

For **HandsOn Global Management (HGM) Limited**

Sd/-

Bhuvanesh Sharma

VP-Corporate Affairs &

Company Secretary & Compliance Officer

Place: Pune

Date: November 14, 2025