KEC INTERNATIONAL LTD.
RPG House
463, Dr. Annie Besant Road
Worli, Mumbai 400030, India
+91 22 66670200
kecindia@kecrpg.com
www.kecrpg.com

November 06, 2026

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East), Mumbai 400 051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

Symbol: KEC

Scrip Code: 532714

Sub.: Postal Ballot Notice

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Postal Ballot Notice ("Notice") dated November 02, 2026, along with the explanatory statement, for seeking approval of the Members of the Company on the following resolution by way of remote e-Voting:

Type of Resolution	Description of Resolution
Ordinary Resolution	Appointment of Mr. Anant Vardhan Goenka (DIN: 02089850) as a Director of the Company

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs, the Notice is being sent only in electronic mode to those Member(s) who have registered their e-mail addresses with the Company/ National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited (collectively referred to as "Depositories")/ MUFG Intime India Private Limited, Registrar and Transfer Agent ("RTA"), and whose names appear in the Register of Members/List of Beneficial Owners as on the cut-off date for remote e-Voting i.e. Tuesday, November 03, 2026. Accordingly, physical copy of the Notice along with Postal Ballot Form are not being sent to the members for this Postal Ballot.

The Company has engaged the services of NSDL for the purpose of providing remote e-Voting facility to all the Members. The remote e-Voting period commences from Saturday, November 07, 2026 at 09:00 a.m. (IST) and ends on Sunday, December 06, 2026 at 5:00 p.m. (IST).

The results of Postal Ballot, along with the Scrutinizer's report, will be announced to the Stock Exchanges on or before Tuesday, December 08, 2026.

The Notice is also available on the website of the Company at www.kecrpg.com and on the website of NSDL at www.evoting.nsdl.com.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For KEC International Limited

Suraj Prakash Eksambekar

Digitally signed by Suraj Prakash Eksambekar
Date: 2026.11.06 18:06:03 +05'30'

Suraj Eksambekar

Company Secretary and Compliance Officer

Encl: as above

An RPG Company

KEC INTERNATIONAL LIMITED

CIN: L45200MH2005PLC152061
Registered Office: RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai – 400 030
Website: www.kecrpg.com, E-Mail: investorpoint@kecrpg.com
Tel No.: 022-66670200, Fax No.: 022-66670287

Notice of Postal Ballot

[Pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.]

Dear Member(s),

NOTICE is hereby given that pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 **("Act")** read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 **("Rules")**, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** and/or any other applicable provisions of the Act, the Rules or the SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India **("SS-2")**, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs **("MCA")** for holding general meetings/conducting the postal ballot process through e-Voting vide General Circular No. 03/2025 dated September 22, 2025, read with circulars issued earlier on the subject (hereinafter collectively referred to as the **"MCA Circulars"**), to transact the Special Business as set out hereunder by passing an Ordinary Resolution, by way of Postal Ballot, only by remote e-Voting process **("e-Voting")** being provided by the Company to all its Members (as on the Cut-off Date) to cast their votes electronically.

Pursuant to Sections 102, 110 and other applicable provisions of the Act, the statement pertaining to the said Resolution setting out the material facts and the reasons/rationale thereof is annexed to this Postal Ballot Notice **("Notice")** for your consideration and forms part of this Notice.

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with KEC International Limited **("Company")**/ MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), the Company's Registrar and Share Transfer Agent **("RTA")**/ National Securities Depository Limited **("NSDL")** and/or Central Depository Services (India) Limited **("CDSL")**, (NSDL and CDSL collectively referred to as the **"Depositories"**).

In compliance with Regulation 44 of the SEBI Listing Regulations and the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company has engaged NSDL for the purpose of providing e-Voting facility to its Members to enable them to cast their votes electronically. The detailed instructions for e-Voting are appended to this Notice. The Notice is also available on the website of the Company at www.kecrpg.com.

SPECIAL BUSINESS:

1. Appointment of Mr. Anant Vardhan Goenka (DIN: 02089850) as a Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including

any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anant Vardhan Goenka (DIN : 02089850), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director (Non-Executive, Non-Independent) of the Company w.e.f. November 02, 2026, in terms of Section 161(1) of the Act and in accordance with the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

By Order of the Board of Directors

Suraj Eksambekar
Company Secretary
(M. No. ACS- 27159)

Date : November 02, 2026
Place: Mumbai

Registered Office:
RPG House
463, Dr. Annie Besant Road
Worli, Mumbai – 400 030
CIN: L45200MH2005PLC152061

NOTES:

a) An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 **("Act")** read with Section 110 of the Act and relevant Rules made thereunder, which sets out the material facts relating to the aforesaid Resolution and the reasons thereof, is annexed hereto and forms part of this Postal Ballot Notice **("Notice")**.

b) Details of the Director seeking appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings are appended to this Notice.

c) In compliance with the MCA Circulars, the Company is sending this Notice to the Members in electronic mode only. Accordingly, the communication of assent or dissent of the Members would take place through the remote e-Voting system only. Please note that there will be no dispatch of physical copies of the Notice or Postal Ballot Forms to the Members of the Company, and no physical ballot forms will be accepted.

d) A copy of this Notice is also available on the Company's website at www.kecrpg.com, the websites of the Stock Exchanges i.e. BSE Limited **("BSE")** and National Stock Exchange of India Limited **("NSE")** at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Limited **("NSDL")** at www.evoting.nsdl.com.

e) The Notice is being sent via email only to the Members of the Company, whose names appear in the Register of Members or the list of Beneficial Owners, as received from NSDL and Central Depository Services (India) Limited **("CDSL")** on **Tuesday, November 03, 2026, ("Cut-off date").** Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on the Cut-off date.

f) The Members shall exercise their right to vote on the matters included in the Notice of Postal Ballot by electronic means i.e. through e-Voting services provided by NSDL. The remote e-Voting period commences on **Saturday, November 07, 2026 at 09.00 a.m. IST and ends on Sunday, December 06, 2026 at 05.00 p.m. IST** During this period, Members of the Company holding shares either in physical or dematerialized form as on the 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 the Resolution is cast by the Members, the Member shall not be allowed to change it subsequently.

g) The Board of Directors of the Company has appointed Mr. P. N. Parikh (Membership No. FCS-327) and failing him, Ms. Jigyasa Ved (Membership No. FCS-6488) of M/s. Parikh Parekh & Associates, Company Secretaries, to act as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner in accordance with the provisions of the Act and the Rules made thereunder.

h) The Scrutinizer will submit his/her report to the Chairman, or any other person authorised by him, after completion of scrutiny of the votes cast. The results of the Postal Ballot

along with the Scrutinizer's report will be announced by the Chairman or a person so authorized by him, on or before Tuesday, December 08, 2026.

i) The results of the Postal Ballot will be posted on the Company's website at www.kecrpg.com and the website of NSDL at www.evoting.nsdl.com, and the same shall also be communicated to BSE and NSE, where the shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company. The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-Voting i.e. **Sunday, December 06, 2026.**

j) Members who have not registered or updated their e-mail address so far are requested to register or update the same, as per the following procedure:

- **ONE TIME REGISTRATION OF E-MAIL ADDRESS:**

  The Members of the Company holding Equity Shares of the Company either in physical mode or demat mode and who have not registered their e-mail address may get their e-mail address registered with RTA, by clicking the link: https://web.in.mpms.mufg.com/EmailReg/Email_Register.html or by visiting their website https://in.mpms.mufg.com/ at the 'Investor Services' tab by choosing the e-mail Registration heading and follow the registration process as guided therein

  I. FOR MEMBERS HOLDING PHYSICAL SHARES:

  The Members are requested to provide details such as Name, Folio Number, Certificate Number, PAN, mobile number and e-mail address and also upload the image of share certificate in PDF or JPEG format.

  II. FOR MEMBERS HOLDING SHARES IN DEMAT MODE:

  The Members are requested to provide details such as Name, DPID/ Client ID, PAN, Mobile Number and e-mail address.

  In case of any query, a Member may send an e-mail to RTA at investor.helpdesk@in.mpms.mufg.com. On submission of the details, an OTP will be received by the Member which needs to be entered in the link for verification. After successful submission of the e-mail address, NSDL will e-mail a copy of this Notice along with the e-Voting user ID and password.

- **FOR PERMANENT REGISTRATION OF E-MAIL ADDRESS:**

  Members are requested to register the e-mail address with their concerned Depository Participants **("DPs"),** in respect of shares held in Demat form and in respect of shares held in physical form, please visit https://web.in.mpms.mufg.com/KYC-downloads.html to know more about the registration process. Further, those Members who have already registered their e-mail address are requested to keep their e-mail address validated/updated with their DPs/ RTA to enable servicing of notices/documents/ Integrated Annual Reports and other communications electronically to their e-mail address in future.

k) Members seeking inspection of relevant documents referred to in the Notice and the Explanatory Statement under Section 102 of the Act may send an email to investorpoint@kecrpg.com from their registered e-mail addresses upto the last date of e-Voting i.e. **Sunday, December 06, 2026** mentioning their name, Folio no. / Client ID and DP ID and the documents they wish to inspect, with a self-attested copy of their PAN card or Aadhar Card attached to the email.

l) Institutional/Corporate Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Power of Attorney/Authority Letter, whereby their authorized representative has been appointed to vote on their behalf, to the Scrutinizer's e-mail id: cs@parikhassociates.com with a copy marked to evoting@nsdl.co.in. They 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.

m) The details of the process and manner for remote e-Voting is explained herein below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for individual members holding securities in demat mode

In terms of SEBI Circular dated December 9, 2020 on e-Voting Facility provided by Listed Companies, individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Members 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 Member holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Members holding securities in demat mode with NSDL	1. For OTP based login, one 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 **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. 2. Existing **IDeAS** user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page, click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section which will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under value added services. Click on **'Access to e-Voting'** under e-Voting services and you will be able to see e-Voting page. Click on **Company name** or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select **'Register Online for IDeAS Portal'** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. 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. Once the home page of e-Voting system is launched, click on the icon **"Login"** which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository website wherein you can see e-Voting page. 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. 5. Shareholders/Members can also download the NSDL Mobile App **'NSDL Speede'** facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Members holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their user ID and Password. Option will be made available to reach e-Voting page without any further authentication. The users are requested to visit www.cdslindia.com to login to Easi/Easiest and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest, the user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by

Type of shareholders	Login Method
	Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting vote during the remote e-Voting period. Additionally, there are 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 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 from e-Voting link available at www.cdslindia.com. The system will authenticate the user by sending OTP on registered Mobile & e-mail ID as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting service providers.
Individual Members (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility. Once you log in, you will be able to see e-Voting option. On clicking e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against **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.

Important note: *Members who are unable to retrieve User ID/ Password are advised to use 'Forget User ID' and 'Forget 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.com or call at Tel no.: 022 - 4886 7000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact 1800-21-09911

B. Login Method for e-Voting for Members other than individual Members holding securities in demat mode and members 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 e-services i.e. IDeAS, you can log-in at https://eservices.nsdl.com with your existing IDeAS login. Once you log-in to NSDL e-services 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 101456 then user ID is 101456001***

5. Password details for members other than individual members are given below:

   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 by NSDL. 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 e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. You will be required to trace the e-mail sent to you from NSDL from your mailbox. You can open the e-mail and open the attachment i.e. a .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 e-mail ID is not registered, please follow the steps mentioned in **'Process for those shareholders whose e-mail ids are not registered'.**

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

   a) If you are holding shares in your demat account with NSDL or CDSL, click on **"Forgot User Details/Password?"** option available on www.evoting.nsdl.com.

   b) If you are holding shares in physical mode, click on **"Physical User Reset Password?"** option available on 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 mentioning your demat account number/folio number, PAN, name and registered address.

   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.

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 to reset the password.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see 'EVEN' of all the companies in which you are holding shares and whose voting cycle is in active status.
2. Select 'EVEN' of KEC International Limited for which you wish to cast your vote during the remote e-Voting period.
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.

In case of any queries, with respect to remote e-Voting you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the Download section of www.evoting.nsdl.com or call at: 022 - 4886 7000 or can contact Ms. Veena Suvarna, Assistant Vice President, NSDL at evoting@nsdl.co.in.

Process for those Members whose e-mail ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-Voting for the resolution set out in this notice:

1. In case shares are held in physical/demat mode please register your e-mail id by following the process mentioned in point (j).
2. If you are an Individual Member holding securities in demat mode, you are requested to refer to the login method explained at **Step 1(A), i.e. Login method for e-Voting for Individual Members holding securities in demat mode.**
3. Alternatively Shareholders/Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-Voting by providing earlier mentioned documents.
4. Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Members are required to update their mobile number and e-mail id correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013

Item No. 1 - Appointment of Mr. Anant Vardhan Goenka (DIN: 02089850) as a Director of the Company

The Board of Directors of the Company **("Board")**, on recommendation of the Nomination and Remuneration Committee, had appointed Mr. Anant Vardhan Goenka as an Additional Director (Non-Executive, Non-Independent) with effect from November 02, 2026, to hold office till the date of approval by Members of the Company.

Mr. Anant Vardhan Goenka brings senior management experience and expertise in global business, EPC & infrastructure and business development, complemented by skills in general management, strategy, and mergers and acquisitions. His capabilities also extend to thought leadership, risk management, corporate governance, human resources and public policy among other areas, in line with the skills identified by the Board for the role of a Director.

Brief Profile of Mr. Anant Vardhan Goenka

Mr. Anant Vardhan Goenka is the Vice Chairman of RPG Enterprises. He also serves on the boards of CEAT Limited and Zensar Technologies Limited as Vice Chairman of the respective boards. Mr. Goenka has over 23 years of experience during which he has worked in CEAT Limited, KEC International Limited and Hindustan Unilever Limited. He was the Managing Director & CEO of CEAT Limited through a transformative 10-year period from 2012 to 2023, during which CEAT saw a 25-times increase in market capitalization. Under his leadership, CEAT Limited was awarded Lighthouse recognition from the World Economic Forum and became the first tyre company globally to receive the prestigious Deming Grand Prize in 2023. He was associated with KEC International Limited from 2007 to 2010, where his last assignment was as Executive Director - Supply Chain.

Mr. Goenka has been recognized by Forbes as the "Next Generation Business Leader of the Year" in the year 2017 and as "India's 40 Under 40 Business Leaders" by Economic Times-Spencer Stuart. He is also the recipient of "The Kabiller Science of Empathy Prize" from the Kellogg School of Management.

He is the current President of Federation of Indian Chambers of Commerce and Industry (FICCI) and has previously served as Chairman of Automotive Tyre Manufacturers' Association (ATMA).

Mr. Goenka holds a Master of Business Administration from the Kellogg School of Management and a BS (Economics) from the Wharton School of the University of Pennsylvania.

The Nomination and Remuneration Committee and the Board believes that his appointment on the Board of the Company would strengthen the Company's leadership and support the achievement of its long-term strategic objectives.

A letter of consent to act as a Director on the Board of the Company and confirmation that Mr. Anant Vardhan Goenka is neither disqualified to be appointed as a director nor has been debarred from holding the office of director pursuant to any SEBI order or any other such authority, has been obtained from him.

Further, the Company has received a Notice under Section 160 the Companies Act, 2013 **("Act")**, from a Member, proposing the candidature of Mr. Anant Vardhan Goenka as a Director, liable to retire by rotation.

None of the Directors and Key Managerial Personnel of the Company and / or their relatives, except Mr. Anant Vardhan Goenka, himself and Mr. Harsh Vardhan Goenka, Chairman and their relatives, are in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution as set out in Item No. 1 of the Notice.

In terms of the applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of Mr. Anant Vardhan Goenka as a Director, in a Non-Executive, Non-Independent capacity, requires approval of the Members of the Company at the next general meeting or within a period of 3 months from the date of appointment as approved by the Board, whichever is earlier.

Based on the rationale provided above, the Board recommends the Ordinary Resolution with respect to the appointment of Mr. Anant Vardhan Goenka as set out in Item No. 1 of this Notice, for approval by the Members.

By Order of the Board of Directors

Suraj Eksambekar
Company Secretary
(M. No. ACS- 27159)

Date : November 02, 2026
Place: Mumbai

Registered Office:
RPG House
463, Dr. Annie Besant Road
Worli, Mumbai – 400 030
CIN: L45200MH2005PLC152061

Details of the Director seeking appointment pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard on General Meetings are as follows:

Name of the Director	**Mr. Anant Vardhan Goenka (DIN: 02089850)**
Date of Birth and Age	October 19, 1981 45 years
Date of first appointment on the Board	November 02, 2026
Qualification	MBA from the Kellogg School of Management and BS (Economics) from the Wharton School, University of Pennsylvania.
Expertise in specific functional area and brief profile	Refer to the Explanatory Statement annexed to this Notice.
Skills and capabilities required for the role and the manner in which the Director meet the requirements	Refer to the Explanatory Statement annexed to this Notice.
Terms and conditions of appointment along with details of remuneration sought to be paid	Director, liable to retire by rotation. Eligible for sitting fees and commission, as approved by the Board from time to time.
Details of remuneration last drawn (FY 2025-26)	NIL
Directorships in other companies (excluding foreign companies)	1. CEAT Limited 2. Zensar Technologies Limited 3. RPG Enterprises Limited 4. Taabi Mobililty Limited 5. CEAT Auto Components Limited 6. Spencer International Hotels Limited 7. Spencer and Company Limited 8. Evergreen Community Private Limited 9. Raychem-RPG Private Limited 10. Asvata Climate Solutions Private Limited 11. Pehlay Akshar Foundation 12. THP Foundation 13. Federation of Indian Chamber of Commerce and Industry 14. ISEG Foundation
Memberships/Chairmanship of Committees in other companies (excluding foreign companies)	1. CEAT Limited - a) Chairman of Stakeholders Relationship Committee b) Chairman of Sustainability and Corporate Social Responsibility Committee c) Member of Risk Management Committee d) Member of Finance and Banking Committee 2. Zensar Limited - a) Chairman of Sustainability and Corporate Social Responsibility Committee b) Chairman of Banking Committee c) Member of Stakeholders Relationship Committee d) Member of Merger & Acquisition Committee

Resignation from Listed entities in the past three years	None
Number of shares held in the Company, including shareholding as a beneficial owner	40,000 shares held directly and 10 shares each held as a Trustee of AVG Family Trust, RG Family Trust, Ishaan Goenka Trust and Navya Goenka Trust.
No. of Board Meetings attended	Not Applicable
Relationship with other Directors and Key Managerial Personnel	Mr. Anant Vardhan Goenka is the son of Mr. Harsh Vardhan Goenka, Chairman of the Company. He is not related to any other Director or Key Managerial Personnel of the Company