

July 10, 2025

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001.

**National Stock Exchange of India Ltd.,**

Exchange Plaza, C/1, G Block,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai - 400051.

**Scrip ID:** KPITTECH

**Scrip Code:** 542651

**Symbol:** KPITTECH

**Series:** EQ

**Kind Attn:** The Manager,  
Department of Corporate Services

**Kind Attn:** The Manager,  
Listing Department

Dear Sir / Madam,

**Subject:-** Notice of 8<sup>th</sup> Annual General Meeting (“AGM”) of KPIT Technologies Limited (“the Company”).

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Notice of the 8<sup>th</sup> AGM of the Company for the year ended March 31, 2025, to be held on **Tuesday, August 12, 2025, at 10:30 a.m. (IST)**, through Video Conferencing/Other Audio-Visual Means (“VC/OAVM”).

Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has fixed **Tuesday, August 5, 2025**, as the **cut-off date** to record the entitlement of the Members to cast their votes through e-voting for the AGM.

The Company has availed the e-voting facility from National Securities Depository Limited (“NSDL”) for its members to cast their votes electronically.

Request you to take note of the same.

Thanking you,

Yours faithfully,

For **KPIT Technologies Limited**

Ashish Malhotra

**General Counsel & Company Secretary**

**Encl:** as above

**KPIT Technologies Limited**

Registered & Corporate Office: Plot No. 17, Rajiv Gandhi Infotech Park, MIDC-SEZ,  
Phase-III, Maan, Taluka-Mulshi, Hinjawadi, Pune-411057, India.  
CIN: L74999PN2018PLC174192

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## NOTICE

**NOTICE** is hereby given that the 8<sup>th</sup> Annual General Meeting (“AGM”) of KPIT Technologies Limited will be held on Tuesday, August 12, 2025, at 10:30 a.m. through Video Conference (VC) / Other Audio-Visual Means (OAVM) to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements for the Financial Year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements for the Financial Year ended March 31, 2025, together with the report of the Auditors thereon.
3. To declare a final dividend for the Financial Year ended March 31, 2025.

[The Board has recommended final dividend of ₹ 6/- per equity share of ₹ 10/- each (at 60%) in addition to the interim dividend paid at ₹ 2.50/- per equity share of ₹ 10/- each (at 25%)]

4. To appoint a Director in place of Mr. Anup Sable (DIN: 00940115), who retires by rotation and being eligible, offers himself for reappointment.
5. To appoint a Director in place of Mr. Chinmay Pandit (DIN: 07109290), who retires by rotation and being eligible, offers himself for reappointment.

### SPECIAL BUSINESS

6. **To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:**

**Appointment of Dr. K. R. Chandratre, a Company Secretary in Whole-time Practice, as a Secretarial Auditor of the Company for a consecutive period of five years, from April 1, 2025 to March 31, 2030.**

RESOLVED THAT pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, (“the Act”), if any, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendations of the Audit Committee and the Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment

of Dr. K. R. Chandratre, a Company Secretary in Whole-time Practice, holding membership of the Institute of Company Secretaries of India (Membership No. FCS 1370) and Certificate of Practice No. 5144 & Peer Review Certificate No. 1206/2021 as the Secretarial Auditor of the Company for a consecutive period of five years from April 1, 2025 to March 31, 2030, at such remuneration and scope of work, as may be mutually agreed by the Board of Directors in consultation with the Secretarial Auditor from time to time.

RESOLVED FURTHER THAT any of the key managerial personnel of the Company, be and is hereby severally authorized to furnish a certified copy of this resolution and to do all such acts, deeds, matters or things including filing the requisite forms or submitting documents with any authority as may be necessary or desirable to give effect to this resolution.”

By Order of the Board of Directors  
For KPIT Technologies Limited

Pune  
April 28, 2025

Ashish Malhotra  
General Counsel & Company Secretary  
Membership No.: A18393

### NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, (“the Act”) with respect to the Special Business to be transacted at the 8<sup>th</sup> Annual General Meeting (“Meeting/AGM”) is annexed hereto.
2. The relevant details, pursuant to Regulation 36(3) and 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment or reappointment and appointment of Secretarial Auditor at this AGM are annexed.
3. Ministry of Corporate Affairs (MCA), vide General Circular No. 09/2024 dated September 19, 2024 (“MCA circular”) & the Securities and Exchange Board of India vide circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (“SEBI circular”) have allowed the Companies to conduct AGM through VC/OAVM on or before September 30, 2025, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circular & SEBI Circular, the AGM of the Company is being held through VC/OAVM. The transcript of the AGM proceedings will be made available on the Company’s website. The deemed venue for the AGM shall be the Registered Office of the Company.

4. Pursuant to the provisions of the Act and MCA Circulars, 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 pursuant to the MCA Circulars through VC/OAVM, 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, therefore, the Proxy Form is not annexed to this Notice.
5. Participation of Members through VC/OAVM will be reckoned for the purpose of quorum for the AGM, as per section 103 of the Act.
6. Pursuant to the provisions of Section 108 of the Act, the Rules made thereunder and Regulation 44 of the SEBI Listing Regulations, the Company is providing a facility to the shareholders to exercise their right to vote by electronic means (e-voting). Instructions for e-voting are attached to this notice.
7. The facility for voting during the AGM will also be made available. Members present at the AGM through VC/OAVM and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote during the AGM.
8. Institutional/Corporate Shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body resolution/authorization etc., authorizing its representative to attend the AGM in person or through VC/OAVM on its behalf and to vote by show of hands or through remote e-voting. The said resolution/ authorization shall be sent to the Scrutinizer by email through their registered email address to [jbbhave@gmail.com](mailto:jbbhave@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM.
9. The Company has fixed **Monday, July 28, 2025**, as the **Record Date** for determining entitlement of Members to final dividend for the Financial Year ended March 31, 2025, if approved at the AGM.
10. The Company has fixed **Tuesday, August 5, 2025**, as the **Cut-off Date** for determining entitlement of Members to vote on the resolutions set forth in above notice for the financial year as on March 31, 2025.
11. The e-voting period commences on **Thursday, August 7, 2025, (09:00 a.m. IST) and ends on Monday, August 11, 2025, (5:00 p.m. IST)** both days inclusive. During this period, Members holding shares either in physical or dematerialized form, as on **cut-off date, i.e., as on Tuesday, August 5, 2025**, may cast their votes electronically. The e-voting module will be disabled by National Securities Depository Limited (“NSDL”) for voting thereafter.
12. A member will not be allowed to vote again on any resolution on which vote has already been cast, and the Member shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion to the number of shares held by the Members as on the **cut-off date, i.e., Tuesday, August 5, 2025**.
13. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com). However, if he or she is already registered with NSDL for remote e-voting then he or she can use his or her existing user ID and password for casting the vote.
14. In light of the MCA Circulars, the Notice of the AGM along with the Annual Report 2024-25 are being sent by electronic mode to those Members whose email addresses are registered with the depositories. For Members who have not registered their email addresses, we urge them to support our commitment to environmental sustainability by choosing to receive the Company’s communication through email. Pursuant to the provisions of Regulation 36 of SEBI Listing Regulations, a letter providing the web-link, including the exact path, where complete details of the Annual Report are available, is being sent to those shareholders who have not registered their email addresses.
15. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participants (“DPs”), and Members holding shares in physical mode are requested to update their email addresses with the Company’s RTA, KFin Technologies Limited (“KFin”) at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) to receive copies of the Annual Report 2024-25 in electronic mode.
16. In terms of the SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form, hence the shareholders are advised to dematerialize the shares held by them in physical form.
17. To prevent fraudulent transactions, shareholders are advised to exercise due diligence and notify the Company of any change in address or demise of any shareholder as soon as possible. The shareholders are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant, and holdings should be verified from time to time.

18. Members may also note that the Notice and Annual Report 2024-25 will also be available on the Company's website <https://www.kpit.com/investor-financials/> and websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited, at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
19. Members desirous of obtaining any information concerning the accounts, operations, and business of the Company are requested to address their queries to the Chief Investor Relation Officer at [Sunil.Phansalkar@kpit.com](mailto:Sunil.Phansalkar@kpit.com) or to the secretarial department at [grievances@kpit.com](mailto:grievances@kpit.com) so as to reach them at least seven days before the date of the meeting i.e., **Tuesday, August 12, 2025**, to enable the Company to make available the required information at the meeting, to the extent possible.
20. SEBI, vide its circular dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, March 16, 2023 and November 17, 2023) read with circular dated June 10, 2024, mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any dividend payment in respect of such folios, only through electronic mode with effect from April 01, 2024, only upon furnishing the PAN, contact details including mobile number, bank account details and specimen signature. The Company has been sending communications to shareholders in this regard. The necessary forms can be downloaded from the website of KFin at [www.kfintech.com](http://www.kfintech.com) & of the Company at [www.kpit.com](http://www.kpit.com). Further, the relevant FAQs published by SEBI on its website can be viewed at the following link: [https://www.sebi.gov.in/sebi\\_data/faqfiles/sep-2024/1727418250017.pdf](https://www.sebi.gov.in/sebi_data/faqfiles/sep-2024/1727418250017.pdf)
21. SEBI has made it mandatory to distribute dividends through electronic mode such as RTGS/NEFT/NACH. Members holding shares in demat form are requested to notify the change in their bank account details, if any, to their DPs immediately and not to send the requests directly to the Company or to its Registrar & Share Transfer Agent. Members holding shares in physical form are requested to intimate change in their Bank account details, if any, to KFin.
22. SEBI has mandated the submission of the Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs. Members holding shares in physical form are required to submit their PAN details to KFin.
23. Members are requested to:
- quote their Registered Folio number in case of shares in physical form and DP ID and Client ID in case of shares in demat form, in their correspondence(s) to the Company.
  - direct all correspondence related to shares including consolidation of folios, if shareholdings are under multiple folios, to the RTA of the Company.
24. All the shareholders are requested to note that, in terms of the provisions of the Income-tax Act, 1961, as amended by the Finance Act, 2020, Dividend paid or distributed by Company on or after April 1, 2020, shall be taxable in the hands of the shareholders. Every Company is required to deduct tax at source ("TDS") on Dividend to be paid to shareholders at the prescribed rate. Therefore, if a dividend is declared, the same will be paid after deducting TDS. Shareholders with PAN and who are not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail benefit of non-deduction of tax at source. The shareholders can submit their declarations directly to RTA at <https://ris.kfintech.com/form15>. Forms are available on website of RTA at <https://mfs.kfintech.com/mfs/>.
25. SEBI vide Circular no. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated July 31, 2023 (updated as on August 04, 2023) has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he or she or they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same. The aforesaid SEBI Circular can be viewed on the following link: <https://www.kpit.com/smart-odr/>.
26. The Registrar and Share Transfer Agent ("RTA") of the Company has launched a unified platform "KPRISM" for the benefit of shareholders. KPRISM is a self-service portal that enables the shareholders to access their portfolios serviced by KFin, and check details like dividend status and make requests for annual reports, change in address, update bank mandate, download standard forms, etc. The portal can be accessed at <https://kprism.kfintech.com> For more assistance on KPRISM, shareholders may contact on 040-67162222.

27. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and the certificate from the secretarial auditors of the Company under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM i.e. Tuesday, August 12, 2025. Members seeking to inspect such documents may send an email to [grievances@kpit.com](mailto:grievances@kpit.com).

**EXPLANATORY STATEMENT AND ADDITIONAL INFORMATION ON APPOINTMENT OR REAPPOINTMENT AT THE ANNUAL GENERAL MEETING.**

[Pursuant to Section 102 of the Companies Act, 2013 (“the Act”) read with Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India and approved by the Central Government, the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 6 of accompanying Notice.]

**ITEM NO. 4**

**Mr. Anup Sable** is the Chief Technology Officer and Board Member of the Company. In his current role, he leads the company’s technology vision and innovation agenda. He drives the future technology roadmap aligned with evolving client priorities and the rapidly transforming mobility landscape, with a strong emphasis on AI. He has also recently established a CTO-AI function to accelerate AI-led transformation across KPIT’s offerings. He is also responsible for incubation and growth of Middleware, Vehicle Networks and Virtualization practices which are key domains for future growth and enhance KPIT’s value as a trusted systems and software integration partner to the mobility industry. He also serves as an executive sponsor to many of the key client accounts of the Company.

Mr. Sable has been with KPIT since 1994 and has led global teams which include Electrification of Vehicles, Digital Cockpit, Autonomous Driving, AUTOSAR and Diagnostics. He was instrumental in starting the automotive business unit and developing the Cummins relationship for engineering services. Being a co-inventor of 4 patents in the areas of electric vehicle

technology and automotive safety, he continues to remain involved in his passion for technologies hands on. He holds internal board member position in KPIT Technologies GmbH, Germany. Mr. Sable is a Director of MCCIA Electronic Cluster Foundation. Recently, he has accepted the Board of Governor position at the COEP Tech university in Pune and also serves on the Advisory Council of Centre for Sustainable Energy and Mobility (C-SEM) vertical at PIC in Pune. Mr. Anup Sable has 37 years of experience.

Mr. Sable, Mechanical Engineer began his career at the Automotive Research Association of India (ARAI) as a research assistant in the Powertrain domain. He also has hands on experience in electronics design as well as embedded and cloud software. In the past, he has held a position on the Board of Directors of GENIVI@ Alliance, contributing towards driving open innovation and collaboration in the automotive industry for digital cockpit. He was also a member of the NASSCOM@ engineering council, where he supported the council’s vision of making more and more companies in India achieve the ‘Engineered in India’ dream. Mr. Sable received ‘Best outgoing Mechanical Engineer’ award in 1990 from College of Engineering Pune (COEP). He also represented the State of Maharashtra in Junior National competition of rowing and received Junior National Silver Medal award.

Mr. Anup Sable was appointed as Whole-time Director of the company with effect from December 22, 2021, for a period of five years subject to retirement by rotation. Accordingly, he retires by rotation at this Annual General Meeting pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Mr. Sable has a deep understanding of both technology and customer needs. This contributes to KPIT’s position as a technology company committed to reimagining the future of mobility – cleaner, smarter, and safer. He has been an integral part of the Company’s leadership team and has played a pivotal role in managing customers, driving strategic initiatives, fostering innovation, and ensuring operational excellence. With his domain expertise, proven leadership capabilities, and a track record of delivering consistent results, Mr. Sable has significantly contributed to the Company’s growth and competitive positioning. In recognition of his qualifications, extensive experience, achievements, strategic insight and alignment with the Company’s long-term vision, the Board considers his reappointment on his retirement by rotation at this meeting.

Other details of Mr. Anup Sable are given in a tabular format (Annexure A) below, which forms part of this notice.

Mr. Sable is not related to any other Director or Key Managerial Personnel of the Company or the relatives of other Directors or Key Managerial Personnel.

None of the Directors or Key Managerial Personnel or their relatives are concerned or interested, financial or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution set forth as **Item No. 4** of the notice for approval of the Members.

#### ITEM NO. 5

**Mr. Chinmay Pandit** is the Board Member and President – Americas. He is also Chief Risk Officer (CRO) of the Company. As Americas Geo Head, he is responsible for the overall strategy, growth plan and profitability for the Company in the Americas. This includes executive connect with key clients' leadership, business development & operations, people development and the branding & positioning of the organization.

In his additional role as the Chief Risk Officer, he is responsible for oversight and management of the company's risk profile. He is accountable for maintaining a robust risk management framework aligned with the company's business and continuously monitors & adapts risk strategies to reflect the changing business environment. He ensures the diligent application of this framework for further reporting to the CEO and the Board.

Till last year, Mr. Chinmay Pandit also headed the Commercial Vehicle vertical where he was responsible for driving growth through building trusted partnerships with leading Trucks and Off-highway OEMs.

Before heading Americas Geography, Mr. Chinmay Pandit led the Vehicle Engineering & Design practice of the Company. The Vehicle Engineering & Design practice in KPIT offers new age mechanical engineering services of design and simulation enhanced by technologies such as Artificial Intelligence, Automation, Digital twins and Augmented/Virtual Reality. Vehicle Engineering & Design also bring in KPIT's cross-practice expertise of software and feature development to offer mechanical and software integrated systems for the Autonomous Driving, Infotainment and Electric & Conventional Powertrain Domains to global clients across the passenger vehicle, commercial vehicle and new mobility segment. The Vehicle Engineering & Design practice consistently held the position of the most profitable business line.

Before joining KPIT, Mr. Chinmay Pandit worked with KPMG and Infosys. He is a qualified Chartered Accountant

from the Institute of Chartered Accountants of India. He has also completed his MBA from world renowned J. L. Kellogg School of Business at Northwestern University, USA and has been awarded 'Most Trustworthy Negotiator'. He possesses rich experience of 23 years, including 17 years in KPIT.

Mr. Chinmay Pandit has been appointed as Whole-time Director of the Company with effect from July 26, 2022, for a period of five years subject to retirement by rotation. Accordingly, he retires by rotation at this Annual General Meeting pursuant to the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Mr. Chinmay Pandit has diverse experience in finance & risk, technology, and general management. He brings a unique blend of cross-functional expertise that has significantly contributed to the Company's growth. He has played a pivotal role in driving strategic growth and operational excellence across multiple business areas. His leadership has significantly strengthened the Company's positioning in Americas. In recognition of his qualifications, outstanding contributions, strategic acumen, experience, achievements and stellar contribution to the growth of the Company, the Board recommends his reappointment on his retirement by rotation at this meeting.

Other details of Mr. Chinmay Pandit are given in a tabular format (Annexure A) below, which forms part of this notice.

Mr. Chinmay Pandit is son of Mr. S. B. (Ravi) Pandit, Chairman of the Board and Non-Executive Director of the Company.

None of the Directors, Key Managerial Personnel of the Company including their relatives, are concerned or interested, financially or otherwise, in the proposed resolution, except Mr. S. B. (Ravi) Pandit.

The Board of Directors recommends the Ordinary Resolution set forth as **Item No. 5** of the notice for approval of the Members.

#### ITEM NO. 6

In the April 2025 Board Meeting, the Board has approved the appointment of Dr. K. R. Chandratre, a Company Secretary in Whole-time Practice, as the Secretarial Auditor of the Company for a consecutive period of five years, commencing from April 1, 2025, subject to approval of Members at this annual general meeting.

Dr. K. R. Chandratre has been in the profession of Company Secretary for over 40 years. He provides

comprehensive professional services in corporate laws to various prominent companies across sectors. He has been conducting the Secretarial Audit of the Company since 2019.

Dr. Chandratre has an impressive academic background. He holds a master's degree in Commerce, Bachelor's degree in law and Doctorate degree from the University of Pune. He is a fellow member of the Institute of Company Secretaries of India. He has secured several academic and professional distinctions and honors. He is a renowned Practicing Company Secretary with over 23 years of practice. Before which, he worked as a Lecturer in Commerce & Accountancy at R A Podar College of Commerce & Economics, Mumbai for 3 years. After serving at Kirloskar Oil Engines Limited for 15 years - his last position being Director (Legal, Secretarial & HR) & Company Secretary.

Dr. Chandratre was the President of the Institute of Company Secretaries of India during 1996 and the Vice-President for two years, 1994 and 1995. He was a member of the Working Group on Redrafting of the Companies Act, 1956 constituted by the Government of India in August 1996, to draft a new Companies Act to be substituted for the Companies Act, 1956. He was the Chairman of the Committee on 'Delisting of Securities' constituted by SEBI in March 1997. He was also a member of the Advisory Committee on Primary Markets of SEBI during 1996. He also served as SEBI-nominated Public Representative Director and Chairman of the Board of the Pune Stock Exchange, during April 2004 to April 2005. He was a Member of the Expert Group constituted by SEBI in October 2004 under the Chairmanship of Justice Kania to suggest further amendments to the SEBI Act, 1992. He was a member of Secretarial Standards Board and Chairman of the Core Group on Secretarial Audit of the ICSI. He was also the Chairman of the Expert Advisory Group of the ICSI for the past 4 years.

Dr. K. R. Chandratre is an active participant in seminars, workshops, conferences and conventions, especially in the discussions relating to new amendments and critical issues in Company Law and SEBI Regulations. So far, he has addressed more than 500 such programs, besides contributing papers at the National & International levels. He has copious published writings to his credit. He has so far authored over 1200 articles and 26 books on various subjects in the areas of Corporate Laws and Corporate Secretarial Practice. He is a plain English activist and has been contributing to promote plain English in legal and business writing. He has written many articles, and a book entitled Legal and Business

Writing in Plain English. Many of his articles have bagged awards as best articles. Some of his current prominent, leading and most recognized books are:

- 1) Commentary on the Companies Act
- 2) The Company Secretarial Practice Manual
- 3) Company Meetings: Law, Practice & Procedure
- 4) Law relating to Insider Trading
- 5) Compendium of Key Issues under Corporate Laws
- 6) SEBI LODR Regulations - A Handbook

Dr. K. R. Chandratre is holding membership of the Institute of Company Secretaries of India (Membership No. FCS 1370) and Certificate of Practice No. 5144. He is a peer reviewed Practicing Company Secretary (Peer Review Certificate No. 1206/2021). Dr. Chandratre has given his consent to act as a Secretarial Auditor along with the eligibility certificate confirming that proposed appointment, if made, will be in compliance with the Regulation 24A of SEBI Listing Regulations read with SEBI Circulars and Section 204 of the Act & other applicable provisions read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Board in consultation with the Audit Committee recommends the appointment of Dr. K. R. Chandratre as the Secretarial Auditor based on a thorough evaluation of his extensive experience, industry standing, and competencies. Dr. Chandratre is a highly regarded professional specializing in corporate law, SEBI and FEMA regulations, corporate governance, and related advisory services for a diverse portfolio of reputed companies including public sector entities, listed companies, multinationals and leading corporates. His experience also includes conducting Secretarial Audits for listed and large unlisted companies. The Audit Committee and the Board believe his deep knowledge and experience will be invaluable for the Company.

Hence, it is proposed to appoint Dr. K. R. Chandratre as Secretarial Auditor of the Company for a period of five consecutive years from April 1, 2025 to March 31, 2030, subject to approval of the Members at this AGM. The proposed remuneration (professional fees) to conduct Secretarial Audit for FY 2025-26 will be ₹ 4,75,000/- p.a., plus applicable taxes and other out-of-pocket expenses. For the remaining tenure, the Board may finalize the terms of appointment, remuneration and scope of work, in consultation with the Secretarial Auditor, based on the recommendation of the Audit Committee.

In addition to the secretarial audit, the Company may avail such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditor.

None of the Directors or Key Managerial Personnel or their relatives are concerned or interested, financial or otherwise, in the proposed resolution.

The Board of Directors recommends the Ordinary Resolution set forth as **Item No. 6** of the notice for the approval of the Members.

By Order of the Board of Directors  
For **KPIT Technologies Limited**

**Ashish Malhotra**

Pune  
April 28, 2025

General Counsel & Company Secretary  
Membership No: A18393

## ANNEXURE A

### Other details of Directors seeking appointment or reappointment in the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings]

Name of the Director	Mr. Anup Sable	Mr. Chinmay Pandit
Date of Birth/Age	March 14, 1969 / 56 years	January 31, 1979 / 46 years
Date of First Appointment	December 22, 2021	July 26, 2022
Date of previous reappointment by shareholders	Not Applicable	Not Applicable
Qualification	<ul style="list-style-type: none"> <li>Bachelor of Engineering (Mechanical Engineer) from College of Engineering, Pune (COEP)</li> </ul>	<ul style="list-style-type: none"> <li>Chartered Accountant from the Institute of Chartered Accountants of India</li> <li>MBA from J. L. Kellogg School of Business at Northwestern University, USA</li> </ul>
Experience	37 years	23 years
Shareholding in the Company	3,51,872 (0.13%)	38,620 (0.01%)
Shareholding in the Company of the spouse and immediate relatives of the Director	Ms. Rupashree Sable: 1,703	Mr. S. B. (Ravi) Pandit: 9,89,306 Ms. Nirmla Pandit: 2,39,000
No. of Board meetings attended during the Financial Year 2024-25	6 out of 6	6 out of 6
Chairman/Member of the Committee of the Board of Directors of the Company	Member of Stakeholders Relationship Committee	Member of Enterprise Risk Management Committee
List of other Directorships / positions held	<ul style="list-style-type: none"> <li>MCCIA Electronic Cluster Foundation</li> <li>COEP Tech University, Pune</li> <li>Centre for Sustainable Energy and Mobility (C-SEM) vertical at PIC, Pune</li> </ul>	<ul style="list-style-type: none"> <li>KPIT Technologies Inc.</li> <li>Kirtane &amp; Pandit LLP</li> </ul>
Chairman/Member of the Committee of Directors of other Public Limited Companies in which he/she is a director	Nil	Nil
Remuneration proposed to be paid	As approved by the Members in the Annual General Meeting held on August 24, 2022.	As approved by the Members in the Annual General Meeting held on August 24, 2022.
Terms and Conditions of Reappointment		
Relationship with other Directors or Key Managerial Personnel of the Company	Nil	Mr. Chinmay Pandit, Whole-time Director is the son of Mr. S. B. (Ravi) Pandit, Chairman of the Board.
Details of last drawn remuneration	Given in the Corporate Governance report of this Annual report.	Given in the Corporate Governance report of this Annual report.

## GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE ANNUAL GENERAL MEETING (“AGM”) THROUGH VIDEO CONFERENCE/OTHER AUDIO-VISUAL MEANS (“VC/OAVM”) FACILITY AND VOTING THROUGH ELECTRONIC MEANS

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (“MCA”) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (“VC”) or other audio visual means (“OAVM”), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020 issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM to participate and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on a first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration (HR) Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (“SS-2”) issued by ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the circulars issued by MCA from time to time, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (“NSDL”) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
6. In line with Circular No. 17/2020 dated April 13, 2020 issued by MCA, the Notice calling the AGM has been uploaded on the website of the Company at [www.kpit.com](http://www.kpit.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING AGM ARE AS UNDER:

The remote e-voting period begins on **Thursday, August 7, 2025, (09:00 a.m. IST) and ends on Monday, August 11, 2025, (5:00 p.m. IST)** both days inclusive. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e., **Tuesday, August 5, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Tuesday, August 5, 2025**.

#### How do I vote electronically using NSDL e-Voting system?

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 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 demat mode with NSDL.	<ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>‘IDeAS’</b> section, this 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 <b>“Access to e-Voting”</b> under e-Voting services and you will be able to see the e-Voting page. Click on Company name or <b>e-Voting service provider i.e., NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for <b>IDeAS</b> e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon <b>“Login”</b> which is available under <b>‘Shareholder/Member’</b> section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or <b>e-Voting service provider i.e., NSDL</b> 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 &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. The 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi/Easiest 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 the Company. By clicking the e-Voting option, the user will be able to see the e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, 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.</li> </ol>
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 the 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 Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <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	Members facing any technical issue in login can 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?**

- 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, 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.nsd.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 shareholders other than Individual shareholders 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. 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 for those shareholders whose email ids are not registered.**

- 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.nsd.com](http://www.evoting.nsd.com).
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsd.com](http://www.evoting.nsd.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.

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

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. 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. The Board has appointed Mr. Jayavant Bhavé, Proprietor of J. B. Bhavé & Co., Practicing Company Secretaries (Membership No. F4266), as scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
  2. The Chairman will, at the end of discussion on resolutions on which voting is to be held, allow e-Voting for all these members who are present at AGM and who have not cast their votes by availing the remote e-Voting facility.
  3. The scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM and thereafter, unblock the votes cast through remote e-Voting and shall make a consolidated Scrutinizer’s Report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried out or not, and such report shall be sent to the Chairman or person authorized by him, within two working days (not exceeding 3 days) from the conclusion of the AGM, who shall then countersign and declare the result of voting forthwith.
  4. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [jbbhave@gmail.com](mailto:jbbhave@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution/Authority Letter” displayed under “e-Voting” tab in their login.
  5. Only bonafide shareholders of the Company whose names appear on the register of shareholders, will be permitted to attend the meeting through VC/OAVM. The Company reserves its right to take all necessary steps as may be deemed necessary to restrict non-shareholders from attending the meeting.
  6. Shareholders whose names appear in the Register of Shareholders / list of Beneficial Owners as on **Tuesday, August 5, 2025, being the cut-off date**, are entitled to vote on the Resolutions set forth in this Notice.
  7. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e., **Tuesday, August 5, 2025**, may obtain the login ID and password by sending a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on 022 - 4886 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the **cut-off date i.e., Tuesday, August 5, 2025**, may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.
  8. In the case of Holders attending the AGM, only such Joint Holder who is named first in the order of names will be entitled to vote. A person who is not a shareholder as on the cutoff date should treat this Notice for information purposes only. Once the vote on a Resolution(s) is cast by the shareholders, the shareholder shall not be allowed to change it subsequently.
  9. 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.
  10. In case of any queries/grievances pertaining to remote e-Voting (before/during the AGM), you may refer the Frequently Asked Questions (“FAQ”) for Shareholders and e-Voting user manual for Shareholders available at

the download section of [www.evoting.nSDL.com](http://www.evoting.nSDL.com) or call at 022 - 4886 7000 or send a request at [evoting@nSDL.com](mailto:evoting@nSDL.com) or contact Mr. Amit Vishal or Ms. Pallavi Mhatre from NSDL at [evoting@nSDL.com](mailto:evoting@nSDL.com).

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [evoting@nSDL.com](mailto:evoting@nSDL.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [evoting@nSDL.com](mailto:evoting@nSDL.com). If you are an Individual shareholder 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, Shareholder/Members may send a request to [evoting@nSDL.com](mailto:evoting@nSDL.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of AGM is the 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 cast 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.

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

1. Members 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. 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 to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further, Members will be required to allow Camera and use the Internet at a good speed to avoid any disturbance during the meeting.
4. 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. Shareholders who would like to express their views/have questions may send their questions in advance mentioning the name, demat account number/folio number, email id, mobile number at [grievances@kpit.com](mailto:grievances@kpit.com). The same will be replied by the company suitably.
6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by following steps mentioned in the Notice of the AGM under “Step 1: Access to NSDL e-voting system” as mentioned above, between Saturday, August 9, 2025 (09:00 a.m. IST) and ends on Sunday, August 10, 2025 (05:00 p.m. IST). After successful login, members will be able to register themselves as a speaker Shareholder by clicking on the link available against the EVEN of the Company. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for the smooth conduct of the AGM.