

November 21st, 2025

To,
The Manager,
Corporate Services,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

NSE Symbol: MAXPOSURE

Dear Sir/ Madam,

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice

Please find attached, the Postal Ballot Notice dated November 13, 2025, along with the explanatory statement and remote e-voting (“e-voting”) instructions, seeking approval of the members of the Company, by way of e-voting process for:

S.No.	Brief Particulars of the Resolution	Type of Resolution
1	Reclassification of Existing Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association	Ordinary Resolution
2	Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association	Ordinary Resolution

The Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on Friday, November 14, 2025, (“**Cut-Off Date**”) received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

The Company has engaged the services of Bigshare Services Private Limited (“Bigshare/RTA”), as the agency to provide e-voting facility to all its members.



Delhi | Mumbai | Bengaluru | Chennai | Kolkata | Hyderabad

Maxposure Limited

#TheAddress, Plot No 62,
Okhla Phase-3, New Delhi-110020, India
Tel +91-11-43011111, Fax +91-11-43011199
CIN L22229DL2006PLC152087

✉ cs@maxposuremedia.com

🌐 maxposuremedia.com

The e-voting facility will be available during the following period:

Commencement of e-voting:	9:00 a.m. (IST) on Sunday, November 23, 2025
End of e-voting:	5:00 p.m. (IST) on Monday, December 22, 2025

The Postal Ballot Notice is also available on the Company's website at www.maxposuremedia.com as well as on the website of Bigshare/RTA at <https://ivote.bigshareonline.com/> and on the website of the Stock Exchange where the shares of the Company are listed i.e. NSE Limited (NSE Emerge) at www.nseindia.com

We request you to take the afore-mentioned information in record and oblige.

Thanking you.

Yours faithfully,
For Maxposure Limited

PRIYA
KESARI
Digitally signed
by PRIYA KESARI
Date: 2025.11.21
17:07:38 +05'30'

Priya Kesari
Company Secretary and Compliance Officer
ACS 22710

Encl.: as above

Maxposure Limited

Registered Office: # The Address, Ground Floor, 62, Okhla Industrial Estate, Phase III, New Delhi- 110020; **CIN:** L22229DL2006PLC152087
Website: www.maxposuremedia.com; **E-mail:** cs@maxposuremedia.com; Tel.: +91 11 43011111; **Fax:** +91 11 43011199

POSTAL BALLOT NOTICE

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

To the Members of the Company,

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Maxposure Limited (**"the Company"**) by means of Postal Ballot, only by remote e-voting process (**"e-voting"**) being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 (**"the Act"**), Rule 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**) and other applicable provisions of the Act and the Rules, the applicable circulars issued by the Ministry of Corporate Affairs (**"MCA"**) relating to conduct of meetings/ postal ballots through electronic means (**"MCA Circulars"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**), Secretarial Standard on General Meetings (**"SS-2"**) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice is also attached.

The Board of Directors has appointed Ms. Parul Jain (M.No. F8323), Managing Partner, M/s VAP & Associates, Company Secretaries as the Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner. She has communicated her willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of Bigshare Services Private Limited (**"Bigshare"** or **"Registrar and Transfer Agent"**) as the agency to provide e-voting facility.

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting:	9:00 a.m. (IST) on Sunday, November 23, 2025
End of e-voting:	5:00 p.m. (IST) on Monday, December 22, 2025

The Scrutinizer will submit her report, after the completion of scrutiny, to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced on or before Wednesday, December 24, 2025, and will be displayed on the Company's website at www.maxposuremedia.com and the website of Bigshare at https://ivote.bigshareonline.com and will simultaneously be communicated to the Stock Exchanges where the Company's shares are listed.

SPECIAL BUSINESS

1. Reclassification of Existing Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association

To consider and pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 (**"the Act"**) and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to the reclassification of the existing authorised share capital of the Company of ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,29,00,000 (Two Crore Twenty-Nine Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each and 16,00,000 (Sixteen Lakhs) Preference Shares of ₹10/- (Rupees Ten only) each as ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,45,00,000 (Two Crore Forty-Five Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following new Clause V:

"V. The Authorised Share Capital of the Company is ₹24, 50, 00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,45,00,000 (Two Crore Forty-Five Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall include any duly constituted committee empowered by the Board to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under

this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

2. Increase in Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association

To consider and pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) to ₹30,00,00,000 (Rupees Thirty Crores only) by creation of an additional 55,00,000 (Fifty-Five Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following new Clause V:

“V. The Authorised Share Capital of the Company is ₹30,00,00,000 (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10/- (Rupees Ten only) each.”

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall include any duly constituted committee empowered by the Board to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

NOTES:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is attached.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register

of members / register of beneficial owners as on Friday, November 14, 2025 (**“Cut-Off Date”**) received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.

3. This Postal Ballot Notice will also be available on the Company’s website at www.maxposuremedia.com, website of the Stock Exchange, i.e., National Stock Exchange of India Limited at www.nseindia.com and on the website of Bigshare at <https://ivote.bigshareonline.com>
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form.
5. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
6. Subject to the provisions of the Articles of Association of the Company, voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended (**“SEBI Master Circular”**), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
8. **The e-voting period commences at 9:00 a.m. (IST) on Sunday, November 23, 2025 and ends at 5:00 p.m. (IST) on Monday, December 22, 2025.**

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Bigshare upon expiry of the aforesaid period.
9. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Monday, December 22, 2025.

10. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting.

Members seeking to inspect such documents can send an email to cs@maxposuremedia.com mentioning his / her / its folio number / DP ID and Client ID.

11. PROCEDURE FOR E-VOTING

(i) E-VOTING FACILITY:

- The Company is providing e-voting facility of Bigshare to its members to exercise their right to vote on the proposed resolutions by electronic means.
- The e-voting facility will be available during the following voting period:

Commencement of e-voting:	9:00 a.m. (IST) on Sunday, November 23, 2025
End of e-voting:	5:00 p.m. (IST) on Monday, December 22, 2025

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Bigshare upon expiry of the aforesaid period.

- The manner of e-voting by (i) individual shareholders holding shares in demat mode and (ii) shareholders other than individual shareholders holding shares in demat mode and shareholders holding shares in physical mode, is appearing under **"E-VOTING INSTRUCTIONS FOR POSTAL BALLOT"** in this Notice. Members are requested to read the same carefully.

(ii) INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:

- Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.

b. INFORMATION AND INSTRUCTIONS FOR E-VOTING BY INDIVIDUAL MEMBERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE

As per the SEBI Master Circular, all "individual members holding shares of the Company in demat mode" can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. The procedure to login and access e-voting, as devised by the Depositories / Depository Participant(s), is given below:

E-VOTING INTRUCTIONS FOR POSTAL BALLOT

- Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 2) If the user is 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 3) 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 sixteen digit demat account number hold 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 e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period</p>

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. CDSL and NSDL

Login type	Helpdesk details
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 helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
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 evoting@nsdl.com or call at 022- 48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.

- o Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
- o Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
- o Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**'
- Enter "**User ID**" and "Registered email ID" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
 - o Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).

- o Click on upload document **“CHOOSE FILE”** and upload power of attorney (POA) or board resolution for respective investor and click on **“UPLOAD”**.

Note: The power of attorney (POA) or board resolution has to be named as the **“InvestorID.pdf”** (Mention Demat account number as Investor ID.)

- o Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select **“VOTE FILE UPLOAD”** option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on **“UPLOAD”**. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can **“CHANGE PASSWORD”** or **“VIEW/UPDATE PROFILE”** under **“PROFILE”** option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

The following Statement sets out all material facts relating to the **Special Business** proposed in this Postal Ballot Notice:

Item No. 1

The existing Authorised Share Capital of the Company is ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,29,00,000 (Two Crore Twenty-Nine Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each, and 16,00,000 (Sixteen Lakhs) Preference Shares of ₹10/- (Rupees Ten only) each.

The Board of Directors, at its meeting held on 13th November, 2025, reviewed the capital structure of the Company and noted that the Company does not presently require the Preference Share capital. In order to provide greater operational and financial flexibility for future business needs, it is proposed to reclassify the existing authorised share capital by converting the entire 16,00,000 Preference Shares of ₹10/- each into Equity Share capital.

Post reclassification, the Authorised Share Capital shall remain unchanged in aggregate amount but shall stand restructured as:

₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,45,00,000 (Two Crore Forty-Five Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each.

Since this reclassification results in a change in the share capital structure of the Company, it is necessary to amend Clause V of

the Memorandum of Association (**“MOA”**) to reflect the revised composition of the authorised share capital.

In accordance with the provisions of Sections 13, 61 and 64 of the Companies Act, 2013, such alteration of the MOA requires approval of the Members of the Company. Accordingly, the approval of the members is being sought through Postal Ballot for the proposed reclassification and corresponding amendment of the Capital Clause.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

The Board recommends the resolution set out at **Item No. 1** of the accompanying Postal Ballot Notice for approval of the Members as an **Ordinary Resolution**.

Item No. 2

The Members of the Company, under Item No. 1 of this Postal Ballot Notice, are being requested to consider and approve the reclassification of the existing Authorised Share Capital of the Company from ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,29,00,000 (Two Crore Twenty-Nine Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each, and 16,00,000 (Sixteen Lakhs) Preference Shares of ₹10/- (Rupees Ten only) each to ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) divided into 2,45,00,000 (Two Crore Forty-Five Lakhs)

Equity Shares of ₹10/- (Rupees Ten only) each together with the corresponding alteration of Clause V of the Memorandum of Association.

After the said reclassification, and in view of the Company's future business expansion plans, fund-raising requirements, and to facilitate the issue of further share capital as may be necessary, the Board of Directors has proposed to increase the Authorised Share Capital of the Company from ₹24,50,00,000 (Rupees Twenty-Four Crore Fifty Lakhs only) to ₹30,00,00,000 (Rupees Thirty Crores only) by creation of an additional 55,00,000 (Fifty-Five Lakhs) Equity Shares of ₹10/- (Rupees Ten only) each.

Such increase in Authorised Share Capital requires an amendment to Clause V of the MOA of the Company. Pursuant to the provisions of Sections 13, 61 and 64 of the Companies Act, 2013, any alteration of the Capital Clause of the MOA can be carried out only with the approval of the Members.

Accordingly, Clause V of the MOA is proposed to be substituted with the following:

"V. The Authorised Share Capital of the Company is ₹30,00,00,000 (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crore) Equity Shares of ₹10/- (Rupees Ten only) each."

The Board of Directors at its meeting held on 13th November, 2025 approved the proposal for increase in the Authorised Share Capital and the consequential alteration in the MOA, subject to approval of the Members through Postal Ballot.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any, in the Company.

The Board recommends the resolution set out at **Item No.2** of the accompanying Postal Ballot Notice for approval of the Members as an **Ordinary Resolution**.

By Order of the Board of Directors

Maxposure Limited

SD/-

(Priya Kesari)

Company Secretary and Compliance Officer

ICSI M. No. A22710

Place: New Delhi, November 13, 2025

Registered Office:

The Address, Ground Floor, 62, Okhla
Industrial Estate, Phase III, New Delhi- 110020
CIN: L22229DL2006PLC152087
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