MEESHO LIMITED
(Formerly known as "Meesho Private Limited" and "Fashnear Technologies Private Limited")

CIN: L74900KA2015PLC082263
Registered Office: 3rd Floor, Wing-E, Helios Business Park, Kadubeesanahalli Village,
Varthur Hobli, Outer Ring Road, Bengaluru, Karnataka 560103
T: +91 9108021923 | E: cs@meesho.com | W: www.meesho.com

November 06, 2026

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051
Symbol: MEESHO

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400 001
Scrip Code: 544632

Dear Sir / Madam,

Subject: Notice of Postal Ballot of Meesho Limited ('the Company') - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Further to our intimation dated October 28, 2026, and pursuant to Regulation 30 of SEBI Listing Regulations, enclosed herewith is the Postal Ballot Notice ("Notice") dated October 28, 2026, seeking approval in the following matter:

Sl.No.	Particulars	Type of Resolution
1	Appointment of Mr. Sudhir Ganesh Sitapati (DIN: 09197063) as a Non-Executive Independent Director of the Company and payment of remuneration.	Special Resolution

In compliance with the provisions of the Circulars issued by the Ministry of Corporate Affairs from time to time, the said Notice is being sent only through electronic mode to all the members whose e-mail addresses are registered with the Company / RTA / Depository Participants and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, October 30, 2026 **('Cut-off date')**.

Further, in compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with relevant rules made thereunder, and Regulation 44 of the SEBI Listing Regulations, the Company has engaged the services of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company (**'KFin'** or **'RTA'**) as the Authorised Agency to provide the aforesaid e-voting facility. The communication of assent or dissent by the Members on the resolution set out in this Notice shall be required to be done through remote e-voting only i.e., casting of votes electronically. The detailed procedure for remote e-voting is provided in the Notes to the Notice.

Further, the Notice is also available on the Company's website at investor.meesho.com and on the website of e-voting service provider i.e., KFin at https://evoting.kfintech.com/showallevents.aspx

The details of the remote e-voting are as follows:

Remote E-Voting Details		
1	Date and time of commencement of Remote e-voting	**Monday, November 09, 2026, at 09:00 a.m. (IST)**
2	Date and time of conclusion of Remote e-voting	**Tuesday, December 08, 2026, at 05:00 p.m. (IST)**

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

This information will also be made available on the Company's website at: investor.meesho.com

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(Formerly known as "Meesho Private Limited" and "Fashnear Technologies Private Limited")

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Registered Office: 3rd Floor, Wing-E, Helios Business Park, Kadubeesanahalli Village,
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T: +91 9108021923 | E: cs@meesho.com | W: www.meesho.com

You are requested to take the above information on record.

Thanking you,

For Meesho Limited
(formerly known as Meesho Private Limited and Fashnear Technologies Private Limited)

RAHUL BHARDWAJ
Digitally signed by RAHUL BHARDWAJ
Date: 2026.11.06 23:28:12 +05'30'

Rahul Bhardwaj
Company Secretary and Compliance Officer
Membership No.: A41649

Encl: Postal Ballot Notice

MEESHO LIMITED

(formerly known as "Meesho Private Limited" and "Fashnear Technologies Private Limited")

CIN: L74900KA2015PLC082263

Registered Office: 3rd Floor, Wing-E, Helios Business Park, Kadubeesanahalli Village, Varthur Hobli, Outer Ring Road, Bengaluru, Karnataka - 560103

Tel: +91-91080 21923; **Email Id:** cs@meesho.com; **Website:** www.meesho.com

POSTAL BALLOT NOTICE

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Monday, November 09, 2026, at 9:00 a.m. (IST)	**Tuesday, December 08, 2026, at 5:00 p.m. (IST)**

Dear Member(s),

Notice is hereby given that the resolution set out below are proposed for approval by the Members of **Meesho Limited** (the **"Company"**) by means of Postal Ballot only through remote e-voting by electronic means ("**remote e-voting"** / "**e-voting**") pursuant to Section 108 and Section 110 of the Companies Act, 2013 (the "**Act**"), read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (together referred to as "**MCA Circulars**") and other relevant MCA Circulars and Notifications issued by the Ministry of Corporate Affairs, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), and any other applicable provision of SEBI Listing Regulations and Master Circulars and any other applicable SEBI Circular(s) issued by the Securities and Exchange Board of India ("**SEBI**"), 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).

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Notice and instructions for e-voting are being sent only through electronic mode to those members whose e-mail address is registered with the Company/depository participant(s)/Registrar and Transfer Agent and whose names appear in the Register of Members/ Register of Beneficial Owners as on **Friday, October 30, 2026** ("**Cut-Off Date**"). The Company has engaged the services of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company (**'KFin'** or **'RTA'**) as the Authorised Agency to provide the aforesaid e-voting facility. The instructions for e-voting are provided as part of this Notice.

An explanatory statement pursuant to Section 102 and Section 110 of the Act and other applicable provisions of the Act, pertaining to the resolution, setting out the material facts and reasons thereof form part of this Notice. The Notice will also be placed on the website of the Company at www.meesho.com, websites of the stock exchanges where the Equity Shares of the Company are listed i.e. BSE Limited (**"BSE"**) and National Stock Exchange of India Limited (**"NSE"**) at www.bseindia.com and www.nseindia.com ("**Stock Exchanges**") respectively and on the website of e-voting service provider i.e., KFin at https://evoting.kfintech.com/showallevents.aspx.

Scrutinizer for conducting the Postal Ballot

The Board has appointed Mr. Pramod S M (FCS No.: 7834, CP No.: 13784) or in his absence Mr. Biswajit Ghosh (FCS No.: 8750, CP No.: 8239), Partners of M/s. BMP & Co. LLP, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairperson of the Company or any other person authorised by him. The results of e-voting along with scrutinizer's report will be announced within 2 (two) working days from the conclusion of the e-voting period i.e., Tuesday, December 08, 2026, and will be displayed on the Company's website at www.meesho.com and on the website of KFin at https://evoting.kfintech.com/showallevents.aspx. The results will simultaneously be communicated to the Stock Exchanges where the Company's Equity Shares are listed. The results of the Postal Ballot will also be displayed at the registered office of the Company.

Resolution passed by the members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the members convened in that behalf. The last date specified by the Company for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority i.e. on Tuesday, December 08, 2026.

SPECIAL BUSINESS:

ITEM NO. 1: APPOINTMENT OF MR. SUDHIR GANESH SITAPATI (DIN: 09197063) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 **("Act")** read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulations 16, 17 and 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the Articles of Association of the Company, Nomination & Remuneration Policy of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the appointment of Mr. Sudhir Ganesh Sitapati (DIN: 09197063), who was appointed as an Additional Director, designated as a Non-Executive Independent Director with effect from October 28, 2026, pursuant to Section 161(1) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and being eligible for appointment, be and is hereby approved as a Non-Executive Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from October 28, 2026 up to October 27, 2031 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Section 197, Section 198, and Schedule V (including Section II of Part II thereof) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(6) of the SEBI Listing Regulations, and all other applicable provisions, if any, of the Act and SEBI Listing Regulations, and the Nomination and Remuneration Policy of the Company, approval of the Members of the Company be and is hereby accorded for the payment of an annual remuneration of INR 1,00,00,000/- (Rupees One Crore Only) per annum (exclusive of the reimbursement of actual out-of-pocket expenses incurred in the performance of his duties as a Director, if any) to Mr. Sudhir Ganesh Sitapati (DIN: 09197063) for a period of 3 (three) consecutive years with effect from October 28, 2026 up to October 27, 2029 (both days inclusive), such that where in any financial year during the said tenure, where the

Company has no profits or its profits are inadequate under section 198 of the Act, the Company is authorized to pay the said remuneration in excess of the monetary limits prescribed under Section II of Part II of Schedule V of the Act.

RESOLVED FURTHER THAT the Board of Directors (which term shall include any duly constituted Committee thereof, including the Nomination and Remuneration Committee) and/or Chief Financial Officer and/or the Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient, including filing of necessary forms with the Registrar of Companies, Bengaluru, execution of documents, and things as may be considered necessary to give effect to this resolution, and for the matters connected therewith or incidental thereto."

By the Order of the Board of Directors
For Meesho Limited
(formerly "Meesho Private Limited" and "Fashnear Technologies Private Limited")
Sd/-
Rahul Bhardwaj
Company Secretary & Compliance Officer
M. No.: A41649

Place: Bengaluru
Date: October 28, 2026

Registered Office: 3rd Floor, Wing-E, Helios Business Park,
Kadubeesanahalli Village, Varthur Hobli, Outer Ring Road,
Bengaluru, Karnataka 560103.
CIN: L74900KA2015PLC082263
Telephone: +91 9108021923
Email: cs@meesho.com
Website: www.meesho.com

NOTES:

a. An explanatory statement pursuant to the provisions of Section 102 and other applicable provisions of the Companies Act, 2013 (the 'Act'), read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('SEBI Listing Regulations') is annexed hereto and forms part of this Notice.

b. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail id's are registered with KFin Technologies Limited, the Registrar and Transfer Agent (**"KFin"**/ **"RTA"**) / Depository(ies)/Depository Participant(s) (**"DPs"**) and whose names appear in the Register of Members/ Register of Beneficial Owners as on **Friday, October 30, 2026 ("Cut-off date"**). Accordingly, physical copy 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. The communication of the assent or dissent of the Members would take place only through remote e-voting.

c. A Member cannot exercise his/ her vote by proxy on Postal Ballot.

d. In accordance with the MCA Circulars, members can only vote through remote e-voting. Accordingly, only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by way of remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. The voting rights shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.

e. 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 SEBI Listing Regulations, as amended, 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 resolution electronically. The Company has engaged the services of KFin as the Authorised Agency to provide the aforesaid e-voting facilities. The instructions for e-voting are provided as part of this Notice.

f. The Notice is also available on the Company's website at www.meesho.com and the website of e-voting service provider i.e., KFin at https://evoting.kfintech.com/showallevents.aspx and the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) on which the equity shares of the Company are listed.

g. **The remote e-voting facility will be available during the following period:**

Commencement of remote e-voting	**Monday, November 09, 2026, from 09:00 a.m. (IST)**
End of remote e-voting	**Tuesday, December 08, 2026, at 05:00 p.m. (IST)**

The remote e-voting will not be allowed beyond the aforesaid date & time, and the e-voting module shall be forthwith disabled by KFin upon expiry of aforesaid period. Once the vote on the resolution is cast by the member, he/ she shall not be allowed to change it subsequently.

h. Resolutions passed by the members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the members. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for remote e-voting i.e. Tuesday, December 08, 2026.

i. Corporate/ 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 authorised to vote, to the Scrutinizer by e-mail to info@bmpandco.com with a copy marked to evoting@kfintech.com. Institutional members 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.

j. All the documents referred to in this Postal Ballot Notice and Explanatory Statement shall be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until 05:00 p.m. (IST) of the last date of remote e-voting of this Postal Ballot i.e. Tuesday, December 08, 2026. Members desirous of inspecting such documents can send their requests to cs@meesho.com mentioning his / her name, folio numbers/DPID and Client ID.

k. Members who have not yet registered their email address are requested to register the same with their respective Depository Participant(s) in respect of shares held in dematerialised form. For any queries relating to KYC updates, members may reach out to the Company's Registrar and Transfer Agent ("RTA") at einward.ris@kfintech.com or call at the toll-free number 1800 309 4001.

l. Pursuant to the SEBI circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website www.meesho.com.

m. **PROCEDURE FOR E-VOTING:**

Members are requested to carefully read the below instructions in connection with remote e-voting facility.

I. Login method for e-voting for Individual shareholders holding securities in demat mode.

Pursuant to SEBI circular - SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/website of Depository(ies)/Depository Participants ("DPs") in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

Shareholders are advised to update their mobile number and e-mail ID with their DPs 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	**A. Users registered for NSDL Internet-based Demat Account Statement (IDeAS) facility:** **1.** Open web browser and type 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. **2.** A new screen will open. 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. **3.** Click on options available against Company name or e-voting service provider - KFintech and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	B. Users not registered for IDeAS e-Services: Option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS" Portal or click https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp and proceed with completing the required fields. After successful registration, please follow

	the steps given above to cast your vote.
	C. By visiting the e-voting website of NSDL: 1. Visit the e-voting website of NSDL. Open web browser and type the following URL: 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 "Login" icon, available under the 'Shareholder/Member' section. 2. A new screen will open. Enter your User ID (i.e., your 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. **3.** Click on options available against Company name or e-voting service provider - KFintech and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	D. NSDL Speede Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	**A. Existing users who have opted for Easi/Easiest:** 1. Open web browser and type: www.cdslindia.com and click on login icon and select New System Myeasi 2. Shareholders can login through their existing user ID and password. Option will be made available to reach e-voting page without any further authentication. **3.** After successful login on Easi/Easiest, the user will also be able to see the e-voting Menu. The menu will have links of ESPs. Click on KFintech to cast your vote.
	B. Users who have not opted for Easi/Easiest: Option to register for Easi/Easiest is available at www.cdslindia.com Proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.

	C. By visiting the e-voting website of CDSL: 1. The user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com. The system will authenticate the user by sending OTP on registered Mobile & e-mail ID as recorded in the demat Account. **2.** After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of e-Voting Service Provider, i.e., KFintech.
Individual Shareholders (holding securities in demat mode) logging through their depository participant(s)	1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-voting facility. Once logged-in, you will be able to see e-voting option. 2. Once you click on e-voting option, you will be redirected to NSDL/CDSL website after successful authentication, wherein you can see e-voting feature. **3.** Click on option available against Company name or e-voting service provider- KFintech and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.
Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at respective websites.	
Helpdesk for Individual Shareholders holding securities in demat mode who need assistance for any technical issues related to login through Depository i.e., NSDL and CDSL:	
Members facing any technical issue - NSDL	**Members facing any technical issue – CDSL**
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000	**Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 1800 22 55 33**

II. Login method for e-voting for shareholders other than individual shareholders holding securities in demat mode;

1. Initial password is provided in the body of the e-mail.

2. Launch internet browser and type the URL: https://evoting.kfintech.com in the address bar.

3. Enter the login credentials i.e., User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.

4. After entering the details, click on LOGIN.

5. You will reach the password change menu wherein, you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

6. You need to login again with the new credentials.

7. On successful login, the system will prompt you to select the EVEN, i.e. 10300

8. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/ 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut- off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.

9. Members holding multiple folios/demat accounts may choose to vote separately for each folio/demat account.

10. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. 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 subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on all the resolution.

11. Corporate/institutional Members (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to vote, to the Scrutinizer through email at info@bmpandco.com and may also upload the same in the e-voting module in their login. The naming format of the aforesaid legible scanned document shall be "Corporate Name EVEN"

12. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of https://evoting.kfintech.com or call KFin on 1-800-309-4001 (toll free).

Other information

a. Non-resident Indian shareholders are requested to inform the following to the Company or KFin or concerned DP, as applicable: (a) Change in the residential status on return to India for permanent settlement; and (b) Particulars of the NRE Account with a Bank in India, if not furnished earlier

b. SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their DPs with whom they are maintaining their demat accounts.

c. In terms of SEBI Circular no. SEBI/HO/MIRSD/POD1/P/CIR/2024/81 dated June 10, 2024 (later subsumed as part of the SEBI Master Circular No. HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026) and other applicable provisions, the members of the Company (who have not opted for the nomination) are encouraged, in their own interest, to provide 'choice of nomination' for ensuring smooth transmission of shares held by them as well as to prevent accumulation of unclaimed assets in securities market. To avail the facility of nomination or to opt out or cancel/ make any variation in the already submitted nomination, members are requested to reach out to KFin in case of shares held in physical mode and to their respective DPs in case of shares held in demat form.

d. In accordance with Regulation 5 and other applicable provisions of SEBI Listing Regulations, various stakeholders of the Company including Key Managerial Personnel, Directors, Promoters and any person dealing with listed entity such as related parties, shareholders etc. are required to adhere to the responsibilities and obligations, if any, assigned to them under SEBI Listing Regulations. These obligations include, but not limited to, disclosure of all information to the listed entity that is relevant and necessary for the listed entity to ensure compliance with the applicable laws. In view of the above, the Company urges all concerned stakeholders including its members, to remain vigilant and ensure adherence to the relevant requirements/ obligations under SEBI Listing Regulations. The latest copy of the SEBI Listing Regulations can be accessed on SEBI's official website viz. https://www.sebi.gov.in/

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

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

Item No. 1: Appointment of Mr. Sudhir Ganesh Sitapati (DIN: 09197063) as a Non-Executive Independent Director of the Company and payment of remuneration:

Background and Board Recommendation:

The Nomination and Remuneration Committee of the Board, after evaluating and considering the skills, experience and knowledge that would be available to the Board of Directors and pursuant to the provisions of the Companies Act, 2013 (**"the Act"**) read with the Articles of Association of the Company, recommended to the Board of Directors, appointment of Mr. Sudhir Ganesh Sitapati (DIN: 09197063), as a Non-Executive Independent Director of the Company, pursuant to the vacancy created upon resignation of Mr. Surojit Chatterjee due to his personal commitments. The Board of Directors, vide resolution dated October 28, 2026, considered the recommendation and appointed Mr. Sudhir Ganesh Sitapati (DIN: 09197063), with effect from October 28, 2026, as an Additional Director, designated as a Non-Executive Independent Director of the Company for a period of 5 (five) consecutive years from October 28, 2026, up to October 27, 2031 (both dates inclusive), subject to the approval of members of the Company.

Further, Mr. Sudhir Ganesh Sitapati is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Mr. Sudhir Ganesh Sitapati that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstances or situation which exist or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

The Company has also received a notice, in writing, under Section 160 of the Act from a member proposing the candidature of Mr. Sudhir Ganesh Sitapati for the office of Independent Director of the Company.

In the opinion of the Board of Directors, Mr. Sudhir Ganesh Sitapati fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations. Mr. Sudhir Ganesh Sitapati is independent of the management and possesses appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director.

Brief Profile of Mr. Sudhir Ganesh Sitapati

Mr. Sudhir Ganesh Sitapati is a business leader with over 25 years of experience in the FMCG and consumer goods industry, spanning sales, marketing, brand building and general management in India and international markets. He served as Managing Director and Chief Executive Officer of Godrej Consumer Products Limited from October 2021 to August 2026. Before that, he spent over two decades at Hindustan Unilever Limited, where he served as Executive Director, Foods and Refreshments. His experience there included leading the merger and integration of GSK Consumer Healthcare with HUL and working across India, Europe, Southeast Asia and Africa.

He currently serves as an Independent Director on the Board of Asian Paints Limited. He has previously served as Chair of the Confederation of Indian Industry's FMCG Committee, Co-Chair of its National Committee on Food Processing, and a member of Flipkart's advisory board. He is the author of The CEO Factory: Management Lessons from Hindustan Unilever.

He completed the Post Graduate Programme in Management at the Indian Institute of Management Ahmedabad in 1999 and holds a B.Sc. in Mathematics with Economics Honours from St. Xavier's College, Mumbai (1997). He received IIM Ahmedabad's Young Alumni Achiever's Award in the Corporate Leadership category in 2017.

Details of Mr. Sudhir Ganesh Sitapati pursuant to the provisions of (i) SEBI Listing Regulations; and (ii) Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "**Annexure A**" to this Postal Ballot Notice.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV to the Act and other applicable provisions of the Act, appointment of Mr. Sudhir Ganesh Sitapati as a Non-Executive Independent Director requires approval of members of the Company. Further, in terms of Regulation 25(2A) of the SEBI Listing Regulations, appointment of Mr. Sudhir Ganesh Sitapati as a Non-Executive Independent Director requires approval of members of the Company by passing a special resolution.

Proposed Remuneration

The Board and the Nomination & Remuneration Committee have instituted an all-inclusive composite remuneration structure to align director compensation with the evolving scope of governance in high-growth digital ecosystems.

Shareholders may note that the role of an Independent Director at the Company extends well beyond attendance at formal, scheduled quarterly Board and Committee meetings. Given the hyper-scale nature of the Company's zero-commission marketplace, its deep penetration into Tier-2+ and Tier-3+ markets across Bharat, and the continuous evolution of digital commerce regulations, Mr. Sitapati's role demands ongoing, year-round strategic stewardship. His engagement extends well beyond formal board cycles to encompass active guidance on unbranded-to-branded consumer discovery, long-tail merchant enablement, value-tier merchandising architecture, and the unit economics of distributed, third-party logistics networks. Furthermore, his domain depth provides critical oversight in scaling private/direct sourcing initiatives, navigating consumer trust and counterfeit risk management, and mentoring executive leadership through specialized operational working sessions to drive sustainable contribution margins.

By establishing an all-inclusive single remuneration ceiling of **INR 1,00,00,000/- (Rupees One Crore Only)** per annum, with no separate sitting fees payable under Section 197(5) of the Act for attending meetings of the Board or any of its Committees, the Company locks in complete cost predictability. This structure eliminates the budget escalations inherent in per-meeting or variable fee arrangements, providing shareholders with transparent board costs while justly compensating the appointee for year-round fiduciary oversight, high-frequency strategic counsel, and specialized domain expertise.

The proposed remuneration was determined following an objective review by the Nomination and Remuneration Committee of compensation practices across comparable consumer internet, new-age technology platforms, and hyper-scale digital commerce enterprises. In high-growth listed peers, annual non-executive director compensation packages with meeting fees routinely range between INR 1.00 Crore to INR 1.20 Crore per annum. The proposed remuneration of INR 1.00 Crore positions the Company competitively to attract and retain Tier-1 executive talent at market parity without exceeding prevailing industry benchmarks.

In addition to standard Board oversight, Mr. Sitapati has also been inducted into key Board Committees viz Audit Committee, Nomination and Remuneration Committee and CSR Committee, as member of the respective committee. His appointment ensures that committee-level deliberations benefit from his senior executive track record of running scaled, listed consumer entities.

Furthermore, full transparency regarding meeting attendance and committee participation will continue to be disclosed quarterly and annually in the Corporate Governance Report pursuant to the SEBI Listing Regulations, ensuring comprehensive accountability to shareholders.

Additionally, in view of the fact that the Company currently has no profits or its profits are inadequate when calculated under Section 198 of the Act, the payment of the said remuneration of INR 1,00,00,000/- per annum exceeds the standard caps prescribed under Section II of Part II of Schedule V of the Act. Accordingly, pursuant to the Proviso to Section II of Part II of Schedule V, approval of the Members is sought by way of a Special Resolution to pay this remuneration for a period of 3 (three) consecutive years w.e.f. October 28, 2026, up to October 27, 2029.

MANDATORY DISCLOSURES PURSUANT TO SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013

<table>
<tr><td colspan="3">General Information:</td></tr>
<tr><td>Sl. No.</td><td>Particulars</td><td>Details</td></tr>
<tr><td>1</td><td>Nature of Industry</td><td>Meesho Limited operates a technology-enabled e-commerce marketplace, connecting consumers and sellers through its digital platform.</td></tr>
<tr><td>2</td><td>Date / Expected Date of Commercial Production</td><td>The Company is an existing operating company incorporated on August 13, 2015.</td></tr>
<tr><td>3</td><td>Expected Date of Commencement of Activities (New Companies)</td><td>Not applicable.</td></tr>
<tr><td>4</td><td>Financial Performance (Standalone / Consolidated)</td><td>The financial performance of the Company for the preceding financial years is set out below:

<table><tr><td colspan="2">Standalone Basis: March 31, 2026 (INR in millions)</td></tr><tr><td>Turnover</td><td>63,809.23</td></tr><tr><td>Profit/loss before tax</td><td>2,74,795.83</td></tr><tr><td>Profit/loss after tax</td><td>2,73,311.18</td></tr><tr><td colspan="2">Consolidated Basis: March 31, 2026 (INR in millions)</td></tr><tr><td>Turnover</td><td>1,26,263.48</td></tr><tr><td>Profit/loss before tax</td><td>(12,092.73)</td></tr><tr><td>Profit/loss after tax</td><td>(13,577.38)</td></tr></table></td></tr>
<tr><td>5</td><td>Foreign Investments or Collaborations</td><td>The Company has foreign portfolio investments, venture capital, and foreign institutional investments as disclosed in its Annual Return / Shareholding Pattern.</td></tr>
<tr><td colspan="3">Information about the Director(s) / Appointee(s)</td></tr>
<tr><td colspan="2">Background Details & Experience:</td><td>Mr. Sudhir Ganesh Sitapati is a seasoned corporate executive with over two decades of distinguished leadership experience across consumer goods, market expansion, brand management, and large-scale corporate governance.</td></tr>
<tr><td colspan="2">Past Remuneration:</td><td>Nil (Fresh appointment as Independent Director).</td></tr>
<tr><td colspan="2">Recognition or Awards:</td><td>IIMA Young Alumni Achiever’s Award 2017</td></tr>
<tr><td colspan="2">Job Profile and Suitability:</td><td>Mr. Sitapati will serve as a Non-Executive Independent Director, participating in Board deliberations, guiding long-term corporate strategy, and serving on statutory Committees of the Board. His extensive domain expertise makes him ideally suited to strengthen the Company’s board governance and strategic trajectory.</td></tr>
<tr><td colspan="2">Remuneration Proposed:</td><td>An annual remuneration of INR 1,00,00,000/- (Rupees One Crore Only) per annum for a period of 3 (three) years w.e.f. October 28, 2026, up to October 27, 2029, in case of no profits or inadequacy of profits under Schedule V of the Act. No separate sitting fees shall be payable under</td></tr>
</table>

	Section 197(5) of the Act. The Company shall only reimburse actual out-of-pocket expenses incurred by the Director in the discharge of official duties.
Comparative Remuneration Profile:	The proposed remuneration of INR 1,00,00,000/- (Rupees One Crore Only) per annum is commensurate with peer listed consumer internet, new-age technology platforms, and hyper-scale digital commerce enterprises in India.
Pecuniary Relationship:	Mr. Sitapati has no pecuniary relationship directly or indirectly with the Company, its Promoters, Key Managerial Personnel (KMPs), or managerial personnel, other than expense reimbursements, and the proposed remuneration.
Other Information	
Reasons for Loss or Inadequate Profits:	On a consolidated basis, the company reported a loss after tax of INR 13,577 million for FY 2025-26 reflecting a combination of strategic investments and one-time headwinds including temporary cost headwinds arriving from third party logistics industry during Q2 and Q3 FY 2025-26, increased investment in new user acquisition, higher technology infrastructure investment and strengthening of AI/ML and engineering talent. Further, the net profit of the Company for FY 2025-26, computed in accordance with Section 198 of the Act (after making the adjustments required under that Section), is inadequate for the purposes of Section II of Part II of Schedule V of the Act.
Steps Taken or Proposed to be Taken for Improvement:	a. Revenue Growth: Growth in placed orders with consolidated revenue from operations increased 34.5% YoY to INR 1,26,263.48 million in FY 2025-26. b. Logistics Efficiency: Improving network design, routing, partner allocation and AI-led improvements in address accuracy. c. Technology & AI: Deployment of AI agents across departments to improve productivity, together with initiatives to reduce the cost of AI compute through model optimisation and multi-provider infrastructure.
Expected Increase in Productivity and Profits in Measurable Terms:	• Contribution Margin (marketplace) as % of NMV improved to 6.0% in Q2 FY 2026-27 from 4.6% in Q1 FY 2026-27 and 3.3% in Q2 FY 2025-26. • Adjusted EBITDA (marketplace) as a % of NMV improved to (1.0%) in Q2 FY 2026-27, from (1.2%) in Q1 FY 2026-27 • Revenue from Operations (marketplace) increased 34% YoY to INR 41,199 million in Q2 FY2026-27
Confirmation regarding Creditors Default	• The Company has not defaulted in payment of dues to any bank, financial institution, or secured creditor, and accordingly, prior approval of creditors is not required.

Inspection and voting recommendation

Copy of the letter of appointment issued to Mr. Sudhir Ganesh Sitapati setting out the terms and conditions of appointment is available for inspection by the members electronically. Members seeking to inspect the same can send an email to cs@meesho.com.

Mr. Sudhir Ganesh Sitapati is interested in the resolution set out at Item No. 1 of this Postal Ballot Notice with regard to his appointment and remuneration. Relatives of Mr. Sudhir Ganesh Sitapati may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Board of Directors recommends passing of the Resolution as set out under Item No. 1 as Special Resolution for approval by the shareholders.

Accordingly, the approval of members is sought for appointment of Mr. Sudhir Ganesh Sitapati as a Non-Executive Independent Director of the Company and payment of remuneration.

By the Order of the Board of Directors
For Meesho Limited
(formerly "Meesho Private Limited" and "Fashnear Technologies Private Limited")
Sd/-
Rahul Bhardwaj
Company Secretary & Compliance Officer
M. No.: A41649

Place: Bengaluru
Date: October 28, 2026

Registered Office: 3rd Floor, Wing-E, Helios Business Park,
Kadubeesanahalli Village, Varthur Hobli, Outer Ring Road,
Bengaluru, Karnataka 560103.
CIN: L74900KA2015PLC082263
Telephone: +91 9108021923
Email: cs@meesho.com
Website: www.meesho.com

Annexure A

Details of the Director seeking appointment - Pursuant to Regulation 36(3) 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

Particulars	Details
Name	Sudhir Ganesh Sitapati
Director Identification Number (DIN)	09197063
Date of Birth	31.08.1976
Age (in years)	50
Nationality	Indian
Original date of appointment	October 28, 2026 (appointed as Additional Director in the capacity of Non-Executive Independent Director)
Qualifications	He completed the Post Graduate Programme in Management at the Indian Institute of Management Ahmedabad in 1999 and holds a B.Sc. in Mathematics with Economics Honours from St. Xavier's College, Mumbai (1997). He received IIM Ahmedabad's Young Alumni Achiever's Award in the Corporate Leadership category in 2017.
Experience and expertise in specific functional area (Brief resume of the director)	As stated above in Item No. 1 in the Explanatory statement.
Shareholding in Meesho Limited including shareholding as a beneficial owner	Nil
Terms & conditions of appointment and remuneration	As per the resolution set out at Item No. 1 of this Postal Ballot Notice read with statement pursuant to Section 102 of the Act.
No. of Board Meetings attended	FY 2025-26: Not Applicable FY 2026-27: Not Applicable
Remuneration drawn for FY 2026-27	Not Applicable
Remuneration proposed to be paid	INR 1,00,00,000 (Indian Rupees One Crore Only)
Relationship with other Directors/ KMPs	Not related to any Director / Key Managerial Personnel of the Company or its subsidiaries or associate companies
Directorships held in other Indian companies as on date of Postal Ballot Notice	Asian Paints Limited
Membership/ Chairmanship of Board committees in other Indian Companies as on date of Postal Ballot Notice	Nil (pursuant to Regulation 26(1) of the SEBI Listing Regulations)
Equity listed entities (in India) from which the person has resigned as director in past 3 years	Godrej Consumer Products Limited (*stepped down in August 2026*)
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	• Business Management • Marketing • Corporate Governance • International markets • Brand Building