

Date: November 17, 2025

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051

The Manager,  
Corporate Services Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

**Symbol: ORBTEXP**

**Security Code: 512626**

**Sub: Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable regulations of the SEBI Listing Regulations, we are enclosing herewith a copy of the Postal Ballot Notice (“Notice”) dated November 14, 2025 along with the Explanatory Statement pursuant to the applicable provisions of the Companies Act, 2013 read with the SEBI Listing Regulations for seeking approval of the Members of Orbit Exports Limited (the “Company”) on the Special Resolution forming part of the Notice.

In compliance with the provisions of the General Circular nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively the “MCA Circulars”), this Notice is being sent only through electronic mode to those Members of the Company whose names appeared in the Register of Members/ List of Beneficial Owners as received from the Company’s Registrar and Transfer Agent/ Depositories, as on Friday, November 14, 2025 (“Cut-off date”), seeking their approval for the Resolution as set out in the Postal Ballot Notice.

The Company has engaged the services of National Securities Depository Limited (“NSDL”) as the agency to provide remote e-voting facility to its members. Please note that the remote e-voting period will commence on Wednesday, November 19, 2025, at 9:00 A.M. (IST) and end on Thursday, December 18, 2025, at 5:00 P.M. (IST). The e-voting module shall be disabled by NSDL thereafter. The instructions for remote e-voting are provided in the Postal Ballot Notice.

The Postal Ballot Notice is also uploaded on the Company’s website at [www.orbitexports.com](http://www.orbitexports.com).

Kindly take the same on records.

Thanking you,

Yours faithfully,

**For Orbit Exports Limited**

**Rahul Tiwari**  
**Chief Financial Officer**

Encl.: As Above

## POSTAL BALLOT NOTICE

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, each as amended]**

Dear Member(s),

Notice is hereby given to the Members of Orbit Exports Limited (“the Company”) pursuant to Section 108 and 110 and other applicable provisions of the Companies Act, 2013 (“the Act”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”) and other applicable provisions of the Act and the Rules (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) as amended from time to time, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and adopted by the Central Government, and in accordance with the guidelines/ requirements prescribed by the Ministry of Corporate Affairs (“MCA”) for conducting Postal Ballot, vide General Circular nos.14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively the “MCA Circulars”), to transact the special businesses as set out hereunder by passing Special Resolution, by way of postal ballot only by voting through electronic means (remote e-voting).

Pursuant to Sections 102 and 110 and other applicable provisions of the Act, the Explanatory Statement pertaining to the said Resolutions setting out the material facts and the reasons thereof is annexed to this Notice for your consideration and forms an integral part of this Postal Ballot Notice (“Notice”).

In compliance with the MCA Circulars and pursuant to other applicable laws and Regulations, this Postal Ballot Notice (“Notice”) is being sent only in electronic form to those Members whose e-mail addresses are registered with the Company/ Depository Participant to enable them to cast their votes electronically. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. The instructions for remote e-voting forms part of the ‘Notes’ to this Notice.

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, the MCA Circulars

and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of National Securities Depository Limited ('NSDL' or 'Service Provider'), for providing remote e-voting facility to the Members. The votes can be cast during the following voting period:

<b>Commencement of e-voting period</b>	November 19, 2025
<b>Conclusion of e-voting period</b>	December 18, 2025
<b>Cut-off date for eligibility to vote</b>	November 14, 2025

The Notice will also be placed on the website of the Company at [www.orbitexports.com](http://www.orbitexports.com) and on the website of National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

The Scrutinizer will submit its report to the Chairperson or any person authorised by the Chairperson of the Company after completion of the remote e-voting process and the e-voting results will be announced within two working days from the conclusion of the e-voting period i.e. on or before December 22, 2025 and will be placed on the Company's website at [www.orbitexports.com](http://www.orbitexports.com) and the website of NSDL at i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company. The last date of e-voting i.e. December 18, 2025 shall be date on which the resolution would be deemed to have been passed if approved by the requisite majority.

## **Special Business**

### **Item No. 1:**

#### **Appointment of Ms. Raveena Modi (DIN:11041551) as a Non-Executive & Independent Director of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161(1), and 175 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactments thereof), Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and such other laws, rules, regulations, and guidelines as may be applicable from time to time, and subject to the Articles of Association of the Company, and in terms of the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Raveena Modi (DIN: 11041551), who was appointed by the Board of Directors as an Additional Director (Non-Executive) with effect from September 27, 2025 and further designated as Independent Director with effect from October 7, 2025 in terms of the provisions of Section 161 of the Act and who has submitted a declaration that she meets the criteria of independence in accordance with Section 149(6) and 149(7) of the Act and Regulation 16(1)(b) and Regulation 25(8) of the Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member proposing his candidature for the office of director, be and is hereby appointed as a Non-Executive Director with effect from September 27, 2025, and as an Independent Director of the Company with effect from October 7, 2025, to hold office for a term of five (5) consecutive years up to September 26, 2030, and who shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197, read with Schedule V and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder, and the Listing Regulations (including any statutory modification(s) or reenactment(s) thereof for the time being in force), Ms. Raveena Modi (DIN: 11041551) be paid such fees, remuneration, and profit-related commission as may be approved by the Board, based on the recommendation of the Nomination and Remuneration Committee of the Company from time to time, in conformity with the applicable provisions of laws, rules, and regulations.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors and/or any of the Key Managerial Personnel of the Company for the time being,



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E-mail: investors@orbitexports.com, Website: www.orbitexports.com;  
CIN: L40300MH1983PLC030872

be and are hereby severally authorized to do all such acts, deeds, matters and things and take such steps which are necessary, expedient or desirable to give effect to this Resolution.”

By order of the Board of Directors  
**For Orbit Exports Limited**

Sd/-

**Rahul Tiwari**

Chief Financial Officer

Date: November 14, 2025

Place: Mumbai

**Registered office:**

122, Mistry Bhavan, 2<sup>nd</sup> Floor,  
Near K C College, Dinshaw Wachha Road,  
Churchgate, Mumbai - 400 020

## NOTES

1. Explanatory Statement as required under Section 102 of the Companies Act, 2013 ('the Act') and other applicable provisions, if any setting out material facts relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations are attached.
2. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding Remote e-voting is being sent by electronic mode only to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company / Depositories as at close of business hours on Friday, November 14, 2025 ('Cut-off date'), and whose e-mail IDs are registered with the Depository Participants (DPs) or with the Company or its Registrar and Transfer Agent as on the Cut-off date. Newspaper advertisement regarding dispatch of Postal Ballot Notice shall be published as per statutory requirements. Physical copies of this Postal Ballot Notice along with postal ballot forms and prepaid business reply envelopes are not being sent to members for this Postal Ballot. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
3. Once the vote on the resolution is cast by the member, he/ she shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Cut-off Date fixed for the purpose.
4. This Postal Ballot Notice will also be available on the Company's website at <https://orbitexports.com/>, websites of the Stock Exchange, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited ("NSE") at [www.nseindia.com](http://www.nseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. E-voting schedule:

<b>Cut-off date for reckoning voting rights for e-voting</b>	<b>Commencement of e-voting (Start date)</b>	<b>Close of e-voting (End date)</b>	<b>Results announcement date</b>
Friday, November 14, 2025	Wednesday November 19, 2025 at 9:00 A.M.	Thursday, December 18, 2025 at 5:00 P.M.	Monday, December 22, 2025 (within two working days from the conclusion of the e-voting period)

6. All material documents referred to in the explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. December 18, 2025. Members may send their requests to investors@orbitexports.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period.
7. Members who have not registered their e-mail IDs, are requested to register their e-mail IDs with their respective depository participants in respect of shares held in electronic form and in respect of shares held in physical form, are requested to submit their request with their valid e-mail IDs for receiving all the future communications including integrated annual report, notices, letters etc., in electronic mode from the Company. The process for updating email ID in respect of shares held in physical form is detailed later in this notice. Further, those Members who have already registered their e-mail addresses are requested to ensure that their e-mail ID is valid or in case of change, update the same with their depository participants /RTA.
8. In compliance of the provisions of Sections 108 and 110 of the Act and Rules framed thereunder and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is pleased to provide its Members the facility to exercise their right to vote electronically on the Postal Ballot through the Electronic Voting (e-voting) Services provided by National Securities Depository Limited ('NSDL'). Members are requested to carefully follow the instructions under the Section 'Instructions for Remote E-voting' in this Notice, for exercising their votes.
9. During the voting period, Members can login to NSDL's e-voting platform any number of times till they have voted on the Resolution. 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.
10. Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date, may cast their vote electronically in lieu of voting by physical ballot during the voting period. The e-voting module shall be disabled by NSDL for voting on December 18, 2025, at 5:00 P.M. (IST).
11. Documents referred to in the Postal Ballot Notice or explanatory statement will be available for inspection by the Members, in accordance with the provisions of the Act, without any fee, from the date of circulation of the Postal Ballot Notice up to the closure of the e-voting ('e-voting period') between 11:00 a.m. and 1:00 p.m. on all working days, except Saturdays. Members desirous of inspecting the documents referred to in the Notice or



explanatory statement may send their requests in advance to [investors@orbitexports.com](mailto:investors@orbitexports.com) from their registered e-mail addresses mentioning their name(s), folio numbers/DP ID and Client ID, between e-voting period.

12. The Company has appointed Mr. Biswajit Ghosh, (FCS Membership No. 8750 and Certificate of Practice No. 8239), Practicing Company Secretary as the Scrutinizer and Ms. Komal Shrimankar, (ACS Membership No. 47702 and Certificate of Practice No. 27905), Practicing Company Secretary, as an alternate scrutinizer to Mr. Biswajit Ghosh, for conducting the Postal Ballot, through e-voting process in a fair and transparent manner.
13. The Scrutinizer will submit his report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot on or before Monday, December 22, 2025 (i.e. within two working days from the conclusion of the e-voting period). The Scrutinizer's decision on the validity of votes cast will be final. The result of voting on the resolution will be declared on or before Monday, December 22, 2025.
14. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://orbitexports.com/> and on the website of NSDL immediately after the result is declared by the Chairman or any other person authorized by him and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.
15. Resolution passed by the Members through Postal Ballot are deemed to have been passed effectively at a General Meeting of the Members on the last date specified by the Company for remote e-voting i.e. Thursday, December 18, 2025. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a general meeting of the members.
16. The vote in this Postal Ballot cannot be exercised through proxy.
17. Instructions for **REMOTE E-VOTING:**

**THE PROCEDURE FOR E-VOTING IS AS UNDER:**

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 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 addresses 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.	<p>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.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.</p> <p>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.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 e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b></p>



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CIN: L40300MH1983PLC030872

and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e- Voting period.

5. Shareholders/Members can also download 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





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E-mail: investors@orbitexports.com, Website: www.orbitexports.com;  
CIN: L40300MH1983PLC030872

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. 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 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 user your existing my easi username &amp; password.</p> <p>2. 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 the e-Voting service provider 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, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. 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.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<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. upon logging in, you will be able to see e-Voting option. Click</p>

	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.
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**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 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?**

**Step 1:**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices 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:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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:

- If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
  - 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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - 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.nsdl.com](http://www.evoting.nsdl.com).
  - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](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 on NSDL e-Voting system.**

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

### **General Guidelines for shareholders**

1. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRIs, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., authorizing to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail ID: [biswajit@bmpandco.com](mailto:biswajit@bmpandco.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). The scanned image of the above-mentioned documents should be in the naming format "Orbit Exports Limited - Postal Ballot\_EVEN 137638". 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.
2. 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.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com).

### **C) 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 ([investors@orbitexports.com](mailto:investors@orbitexports.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





*orbit exports ltd.*

122, MISTRY BHAVAN, 2ND FLOOR, NEAR K C COLLEGE, DINSHAW WACHHA ROAD, CHURCHGATE,  
MUMBAI - 400 020. (MAH.) INDIA. TEL: +91-22-6625 6262, FAX: +91-22-22822031,  
E-mail: investors@orbitexports.com, Website: www.orbitexports.com;  
CIN: L40300MH1983PLC030872

scanned copy of Aadhar Card) to (investors@orbitexports.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual 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.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participant's website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

By order of the Board of Directors  
**For Orbit Exports Limited**

Sd/-  
**Rahul Tiwari**  
Chief Financial Officer

Date: November 14, 2025  
Place: Mumbai

**Registered office:**  
122, Mistry Bhavan, 2<sup>nd</sup> Floor,  
Near K C College, Dinshaw Wachha Road,  
Churchgate, Mumbai - 400 020

**Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014**

**Item No. 1**

To comply with the adequate number of independent directors on the Board and considering the expertise & diverse experience of Ms. Raveena Modi and pursuant to the provisions of Section 152, 149, 150 and 161 of the Companies Act, 2013 and the Articles of Association of the Company, the Board of Directors approved the appointment as Independent Director of the Company for the following terms which is subject to approval of the Members.

**Appointment of Ms. Raveena Modi (DIN: 11041551) as a Non-Executive Director with effect from September 27, 2025, and as an Independent Director of the Company with effect from October 7, 2025, to hold office for a term of five (5) consecutive years up to September 26, 2030.**

In accordance with the provisions of Section 149 read with Schedule IV of the Act and other applicable provisions of the Act and Regulation 25(2A) of the Listing Regulations, the appointment of Independent Directors requires approval of the members by passing Special Resolution. Additionally, in accordance with Regulation 17 (1C) of listing regulations, the listed entity shall ensure that approval of shareholders for appointment of a person on the board of directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The detailed profile of Ms. Raveena Modi (DIN: 11041551), as required under Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, are enclosed as Annexure A, which forms part of this Notice.

Ms. Raveena Modi has given her consent for her appointment as Independent Director and has declared that she meets the criteria of independence as provided in Section 149(6) and other applicable provisions of the Act and rules framed thereunder, as well as Regulation 16(1)(b), Regulation 25(8), and other applicable provisions of SEBI Listing Regulations. Also, as per confirmation received from her, he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and is not debarred from holding the office of Director by any order of SEBI or any other authority. Furthermore, Ms. Raveena Modi has confirmed that her name is registered in the database for Independent Directors.

In terms of Section 160 of the said Act, a notice in writing has been received from the Members of the Company signifying their intention to propose aforesaid Director candidature for the office of Director of the Company. The Director is not liable to retire by rotation.

Additional information containing the details of Directorship, membership in committees in other companies, expertise, experience, knowledge, and educational qualification including brief profile in respect of Ms. Raveena Modi pursuant to the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings is provided as Annexure A to this notice.

She shall be paid sitting fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings, and profit-related commission if any approved by the members in conformity with Section 197 of the Act. A copy of the draft letter for the appointment of the Independent Director setting out the terms and conditions of his appointment is available for inspection by the members of the Company at its Registered Office during normal business hours on all working days (except Saturday and Sunday).

### **Brief Profile of Ms. Raveena Modi**

Ms. Raveena Modi is a highly qualified legal and compliance professional with over 10 years of experience. She is currently an independent legal practitioner in Hyderabad, with a diverse practice spanning insolvency, corporate litigation, arbitration, regulatory compliance, real estate, and corporate transactions. Previously, she worked with and led litigation teams at esteemed firms in Mumbai such as Wadia Ghandy & Co., S&R Associates, and DSK Legal, where she handled high-profile regulatory and corporate litigation and contributed to legal research and academic initiatives. Her career reflects a dedication to legal excellence, regulatory affairs, and mentoring within the legal community, complemented by active participation in sports and community development programs.

The details of directorship held by Ms. Raveena Modi in other companies and other details are given in the Annexure to this Notice.

In the opinion of the Board of Directors, Ms. Raveena Modi, proposed to be appointed as an Independent Director, fulfil the conditions specified in the Companies Act, 2013 and the rules made thereunder read with Schedule IV of Companies Act, 2013 and Regulations 17 A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Company has received declaration of his independence that he is independent of the management.

Except Ms. Raveena Modi none of the other Directors and Key Managerial Personnel of the Company, or their relatives, is concerned or interested, financially or otherwise, in the Resolution as set out in item No. 1 to the Notice. The Board considers that their skills, integrity, expertise, and experience would immensely benefit the Company, and accordingly recommends the approval of Members as Special Resolution.

By order of the Board of Directors  
**For Orbit Exports Limited**

Sd/-  
**Rahul Tiwari**  
Chief Financial Officer

Date: November 14, 2025  
Place: Mumbai

**Registered office:**  
122, Mistry Bhavan, 2<sup>nd</sup> Floor,  
Near K C College, Dinshaw Wachha Road,  
Churchgate, Mumbai - 400 020

## Annexure A

### BRIEF DETAILS

Additional Information of Directors being appointed as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India:

Sr. No.	Particulars	Details
1	<b>Name</b>	Ms. Raveena Modi
2	<b>DIN</b>	11041551
3	<b>Date of Birth and Age</b>	28/11/1993
4	<b>Date of First Appointment on Board</b>	27 September, 2025
5	<b>Qualifications</b>	LL.B., C.S., BAF (Hons.)
6	<b>Nature of Expertise in specific functional areas</b>	Raveena Modi specializes in insolvency, corporate litigation, arbitration, and regulatory compliance, advising financial institutions and corporations on complex legal matters and appearing before key Indian tribunals and courts. Her expertise also extends to real estate and corporate transactions, where she advises on structuring, due diligence, documentation, and regulatory aspects. In addition, she is actively engaged in legal research, teaching, and corporate governance initiatives.
7	<b>Terms and conditions for appointment</b>	Appointment as a Non-Executive Director with effect from September 27, 2025, and as an Independent Director of the Company with effect from October 7, 2025, to hold office for a term of five (5) consecutive years up to September 26, 2030, and shall not be liable to retire by rotation
8	<b>Details of Remuneration last drawn</b>	Not Applicable
9	<b>Remuneration proposed to be paid</b>	She shall be paid remuneration by way of fee for attending the meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and

		other meetings and profit related commission within the limits stipulated under Section 197 of the Companies Act, 2013.
10	<b>Shareholding in the company</b>	Nil
11	<b>Disclosure of relationships between Director/ KMP inter-se</b>	She is not related to any other Director and / or Key Managerial Personnel of the Company
12	<b>Number of Board Meetings attended during the financial year 2025-26</b>	Attended 1 (one) Board Meeting dated October 16, 2025
13	<b>Directorships of other Boards as on September 30, 2025</b>	Suramo LLP (Designated Partner)
14	<b>Names of listed entities in which the person also holds the directorship and the membership of Committees of the board</b>	NIL
15	<b>Names of the listed entities from which the appointee has resigned in the past three years</b>	NIL

By order of the Board of Directors  
**For Orbit Exports Limited**

Sd/-  
**Rahul Tiwari**  
Chief Financial Officer

Date: November 14, 2025  
Place: Mumbai

**Registered office:**  
122, Mistry Bhavan, 2<sup>nd</sup> Floor,  
Near K C College, Dinshaw Wachha Road,  
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