REDTAPE LIMITED

Registered Office
Plot No. 08, Sector 90, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201305 India
Tel : +91 120 6994444 | +91 120 6994400
CIN : L74101UP2021PLC156659
Web : www.redtape.com
E-mail : info@redtapeindia.com

August 01, 2026

BSE Limited 1st Floor, New Trading Ring Rotunda Building Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 **Scrip Code: 543957**	**National Stock Exchange of India Limited** Exchange Plaza, 5th Floor Plot no. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 **NSE Symbol: REDTAPE**

Sub: Notice of the 5th Annual General Meeting of REDTAPE Limited.

Dear Sir/Ma'am,

In compliance with the Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations"), please find enclosed herewith the Notice of the 5th Annual General Meeting of the Company scheduled to be held on Tuesday, 25th August 2026 at 11:30 AM. (IST) through Video Conferencing/ Other Audio Visual Means (OAVM).

Further, in terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has fixed Tuesday, 18th August 2026 as the cut-off date to determine the eligibility of the members to cast their vote through remote e-Voting and e-Voting during the 5th Annual General Meeting.

In compliance with Regulation 36(1)(b) of the Listing Regulations, a letter is being sent to those shareholders whose e-mail addresses are not registered with the Company or the Registrar to an Issue and Share Transfer Agent or any of the Depositories or the Depository Participant(s), providing the web-link, including the exact path, where complete details of the aforesaid Annual Report are available.

The Notice of the AGM is also available on the website of the Company at:

https://about.redtape.com/assets/investor-pdf/Redtape-Notice.pdf.

This is for your kind information and record.

Thanking you,

Yours faithfully,

For **REDTAPE Limited**

AKHILENDRA BAHADUR SINGH
Digitally signed by AKHILENDRA BAHADUR SINGH
Date: 2026.08.01 15:33:18 +05'30'

Akhilendra Bahadur Singh
Company Secretary & Compliance Officer

Encl: a/a

REDTAPE LIMITED
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Regd. Office: Plot No. 08, Sector 90, Gautam Buddha Nagar,
Noida-201301, Uttar Pradesh -, India
Phone: +91 120 6994444 | +91 120 6994400
Email: compliance@redtapeindia.com **Website:** https://about.redtape.com/

Notice

NOTICE is hereby given that the 5th (Fifth) Annual General Meeting ('**AGM**') of the members of **REDTAPE Limited ("the Company")** is scheduled to be held on **Tuesday, August 25, 2026**, at 11:30 Hours (IST) through Video Conferencing ('**VC**') / Other Audio-Visual Means ('**OAVM**') to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Auditors and the Board of Directors thereon.

2. To appoint a director in place of Mr. Rashid Ahmed Mirza (DIN: 00049009), who retires by rotation and being eligible, offers himself for re-appointment.

3. To consider & declare final dividend @ 100% (₹2 per share) for the financial year 2025-26.

SPECIAL BUSINESS:

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

   "RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), or re-enactment thereof, for the time being in force), the consent of Members of the Company be and is hereby accorded to the ratification of the remuneration of ₹ 40,000 (Rupees Forty Thousand Only) excluding taxes and reimbursement of out-of-pocket expenses at actuals payable to Mr. A.K. Srivastava, Cost Accountants (Membership No. 10467 with the Institute of Cost Accountant of India) and (Firm Registration No. 100090), appointed as the Cost Auditors by the Board of Directors of the Company ,as recommended by the Audit Committee, to conduct the audit of the cost records of the Company for the FY 2026-27.

   RESOLVED FURTHER THAT any Director or Chief Financial Officer or Company Secretary of the Company be and are hereby authorized, jointly or severally, to do all such acts, deeds, matters and things as may be necessary, proper or desirable for the purpose of giving effect to the above resolution, including filing of necessary e-forms with the Registrar of Companies and making applications, submissions, representations to any statutory authority, and to settle any questions, difficulties or doubts that may arise in this regard."

5. **To Re-Appointment of Mr. Shuja Mirza (DIN: 01453110) As Managing Director of Company**

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

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules made thereunder (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof for the time being in force), and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company in their respective meetings held on 30th July 2026, approval of the members be and is hereby accorded for the re-appointment of Mr. Shuja Mirza (DIN: 01453110) as the Managing Director of the Company, for a period of 5 (Five) years, with effect from 1st April, 2027 up to 31st March, 2032 (both days inclusive), on the following terms and conditions, including remuneration **AND THAT** Mr. Shuja Mirza shall not be liable to retire by rotation during the said period, in terms of the provisions of Section 152 of the Act and as per of the Articles of Association of the Company:

Term & Conditions:

1. Remuneration: A sum not exceeding INR 12,00,00,000 (Rupees twelve crore only) per annum, whether paid as salary, commission, perquisites, incentives, ex-gratia payments, allowances, or a combination thereof or by whatever name called and whether paid on monthly, quarterly or annual basis or otherwise, as may be decided by the Board, within the aforesaid overall ceiling of remuneration.

2. Medical allowance: In addition to remuneration at clause (i) above, a sum upto INR 24,00,000 (Rupees twenty-four lakh only) per annum as medical allowances for all medical expenditures (including premium paid for obtaining any medical/ healthcare insurance(s) for self, spouse and all dependent children).

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, and 198 of the Companies Act, 2013 and the rules made thereunder, read with Schedule V of the Companies Act, 2013, and other applicable provisions, if any, the following perquisites will not be included in the aforesaid limit of the managerial remuneration:

a. Contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961 (43 of 1961);

b. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service which will not exceed the exemption limit as per the Income Tax Act, 1961; and

c. Encashment of leave as per the policy of the Company.

RESOLVED FURTHER THAT payment/ re-imbursement of telephone and/or mobile phone(s) bills, conveyance, fuel expenses or other out of pocket expenses incurred for the purpose and in the course of the official duties will not be included in the aforesaid remuneration.

RESOLVED FURTHER THAT Mr. Shuja Mirza, being an executive director in the Company, will not be paid any sitting fees for attending the meetings of the Board of Directors or any Committees thereof.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to alter, vary, revise or modify the terms and conditions of the said re-appointment, including remuneration, from time to time, within the limits prescribed under applicable laws.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Shuja Mirza, the Company shall pay him remuneration in accordance with the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or Chief Financial Officer or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things, including execution of agreements, documents and filings with regulatory authorities, as may be necessary to give effect to this resolution."

6. **Continuation of Mr. Rashid Ahmed Mirza as Chairman and Whole Time Director of the Company even after Attaining the age of 70 years**

To consider and if thought fit to pass with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to Section 196, 197, 198 and 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company at their meeting held on 30th July 2026, approval of the members of the Company be and is hereby accorded for the continuation of tenure of Mr. Rashid Ahmed Mirza (DIN: 00049009) as Whole-time Director ("designated as Executive Chairman") of the Company, who will be attaining the age of 70 years on 26th January, 2027, during his current term of office.

RESOLVED FURTHER THAT Mr. Rashid Ahmed Mirza was appointed as Whole-time Director ("designated as Executive Chairman") of the Company for a term of 5 (five) years with effect from 1st September 2023, and all other terms and conditions of his appointment shall remain unchanged.

RESOLVED FURTHER THAT Mr. Rashid Ahmed Mirza is not drawing any remuneration from the Company.

RESOLVED FURTHER THAT any Director or Chief Financial Officer or Company Secretary be and is hereby severally authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution."

By order of the Board
For **REDTAPE LIMITED**

Sd/-
Akhilendra Bahadur Singh
Company Secretary & Compliance Officer

Regd. Office:
Plot No. 08, Sector 90
Noida-201301, Uttar Pradesh
Date: July 30, 2026
Place: Noida

NOTES

1. In accordance with the latest MCA general circular No. 03/2025 dated September 22, 2025, and other Circulars issued by the Ministry of Corporate Affairs ["MCA"]and Securities and Exchange Board of India ["SEBI"] from time to time, [collectively referred to as "Circulars"], Companies are allowed to hold Annual General Meeting (AGM) through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.

   The Deemed venue for the AGM shall be the Registered office of the Company.

2. Pursuant to the MCA and SEBI Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/ OAVM and participate there at and cast their votes through e-voting.

3. The Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the 5th Annual General Meeting (AGM) pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice.

4. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting and during the continuance of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on "first come first served" basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of "first come first served" basis.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 5th AGM. The members, whose names appear in the Register of Members as on Tuesday, 18th August 2026, are entitled for e-Voting on the resolutions set forth in this Notice of the 5th AGM. For this purpose, NSDL will be providing facility for participation at the 5th AGM through VC/ OAVM facility and remote e-Voting during the 5th AGM.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Annual Report including Notice calling the AGM has been uploaded on the website of the Company at www.redtape.com, The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

8. The Company has designated an exclusive e-mail ID "**Compliance@redtapendia.com**" for redressal of shareholder's complaints / grievances.

9. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number & prospective questions (if any) at compliance@redtapeindia.com from **August 20, 2026 (9:00 a.m. IST) to August 22, 2026 (5:00 p.m. IST)**. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of questions and number of speakers, subject to availability of sufficient time for smooth conduct of the AGM.

10. The Board of Directors has recommended final dividend of ₹2.00 per equity share of face value of ₹ 2.00 each for the financial year 2025-26, subject to the approval of the members at the 5th AGM. The Record Date fixed for determining the entitlement of the members to the final dividend is 31st July 2026

11. The Company or Registrar to an issue and Share Transfer Agent ('RTA') cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Further instructions, if any, already given by them in respect of shares held in physical form, if any, will not be automatically applicable to shares held in the electronic mode.

12. Members must quote their Folio No. /Demat Account No. and contact details such as e-mail address, contact no. etc. in all their correspondence with the Company's RTA.

13. Members of the Company are requested to note that as per the provisions of Section 124 of the Companies Act, 2013, Whose shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in or any other form as specified by MCA.

14. Pursuant to SEBI Circular no HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated 30th January 2026, Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special relodgement window till February 4, 2027, to re-lodge the transfer requests. Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one-Year lock-in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

15. The Investor Education and Protection Fund Authority ("IEPFA") has initiated a 100-days campaign titled "Saksham Niveshak" with an objective to encourage shareholders to claim their unpaid/ unclaimed dividend(s), to ensure that the equity shares along with corporate benefits accruing on such shares, are not transferred to the Investor Education and Protection Fund

16. Details required under provisions of the Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India (ICSI)-("SS-2") and Regulation 36(3) of SEBI Listing Regulations including brief profile of Directors seeking appointment/ re-appointment is annexed hereto as Annexure A, as per the requirement.

17. For Members who have not registered their email address with the Company/KFintech/ DP's, a letter containing the exact link of the website of the Company for accessing the Annual Report of the Company for the FY2025-26 will be sent at the address registered in the records of the Company/KFintech/ DP's.

18. The Company has appointed Mr. Debabrata Deb Nath (FCS-7775, CP-8612 & having **email id: rndregular@gmail.com**), Partner of R & D Company Secretaries as the Scrutinizer for the e-voting process in a fair and transparent manner.

19. The resolution(s) will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolution(s). The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at https://about.redtape.com/ and Service Provider's website at www.evoting.nsdl.com/ and the communication will be sent to the BSE Limited and National Stock Exchange of India Limited.

20. Members holding shares in a single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13, available at Company's website at https://about.redtape.com/notice-to-shareholders.php. duly filled in to the RTA of the Company. Members holding shares in electronic mode may contact their respective DPs to avail this facility.

21. Non-Resident Indian members are requested to inform the Company/ Company's RTA (if shareholding is in physical mode) / respective Depository Participants (if shareholding is in demat mode), immediately of change in their residential status on return to India for permanent settlement.

22. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

23. Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc:

    - For shares held in electronic form to their Depository Participant for making necessary changes. NSDL has provided a facility for registration/updation of e-mail address through the link: https://eservices.nsdl.com/kyc-attributes/#/login and opt-in/opt-out of nomination through the link: https://eservices.nsdl.com/instademat-kyc-nomination/#/login

    - For shares held in physical form by submitting to Company's RTA the forms given below along with requisite supporting documents available on Company's website at https://about.redtape.com/notice-to-shareholders.php. under the heading KYC updations as per SEBI Requirements.

S. No.	Particulars	Form
1.	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /updation thereof.	ISR -1
2.	Confirmation of Signature of shareholder by the Banker	ISR-2
3.	Declaration to opt out of Nomination by holders of physical securities	ISR-3
4.	Request for issue of Duplicate Certificate and to claim shares from Company`s Escrow Suspense A/c and other Service Requests	ISR-4
5.	Registration of Nomination	SH-13
6.	Cancellation or Variation of Nomination	SH-14

24. In pursuant to the latest SEBI Circular dated December 28, 2023, an Online Dispute Resolution ('ODR') mechanism has been established for the resolution of disputes arising in the Indian Securities Market. Investors are required to first take up their grievance directly with the Company and, if the grievance is not resolved to their satisfaction, may escalate the same through the SEBI Complaints Redress System ("SCORES"). Thereafter, upon exhausting the available grievance redressal options, investors may initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

    Link to the ODR Portal is also available on the homepage of Company's website at https://about.redtape.com/notice-to-shareholders.php.

25. Members are requested to support Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of shares held in dematerialised form) or with Registrar and Transfer Agent or the Company (in case of shares held in physical form), for receiving all communication including annual report, notices from the Company electronically.

26. All the documents as required under the Act and referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be available for inspection by the Members of the Company without payment of fees at the Registered Office of the Company at Plot No. 08, Sector -90, Gautam Buddha Nagar, Noida-201301, Uttar Pradesh -, on any working day between 10.00 A.M. to 05.00 P.M. till the date of the AGM and shall also be available at the venue of the AGM.

27. In line with the MCA Circulars, the Notice of the AGM along with Annual Report 2025-26 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depository Participants (DPs)/ Registrar to an issue and Share Transfer Agent (RTA). The Company shall send a physical copy of the Annual Report to only those Members who request for the same at compliance@redtapeindia.com mentioning their Folio No./DP ID and Client ID.

28. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

29. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send their request by an e-mail to compliance@redtapeindia.com mentioning their Name and Folio Number / DP ID and Client ID.

30. Dividend: - If dividend on equity share, as recommended by board, is approved by the members at their 5th Annual General Meeting, the same shall be paid, within the timelines prescribed under the Companies Act, 2013 and other allied laws, to those Members whose names appear in the Register of Members of the Company or in the records of the Depositories as beneficial owners of the shares as on Friday, 31st July 2026 ("Record Date").

31. TDS on Dividend: - Pursuant to the Finance Act 2020, with effect from April 1, 2020, dividend income is taxable in the hands of Members and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates in the Income Tax Act, 1961 ('the IT Act') including any amendments or modifications thereto. For the prescribed rates for various categories, the members are requested to refer to Annexure B of this AGM Notice. In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential status, PAN, Category with their depository participants ('DPs') in case shares are held in Demat mode or in case shares are held in physical form, with the Company/ RTA by sending duly filled ISR-1 along with supporting documents.

32. **Electronic Credit of Dividend**

    Pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the

Company shall make payment of dividend through electronic modes such as Electronic Clearing Services ("ECS"), Direct Credit, Real Time Gross Settlement ("RTGS"), National Electronic Funds Transfer ("NEFT"), or any other permitted electronic mode.

For the purpose of payment of dividend, the Company/ RTA shall use the bank account details available in the records of the Depositories in respect of Members holding shares in dematerialised form and the bank account details maintained by the Company/RTA in respect of Members holding shares in physical form.

Accordingly, the Final Dividend for the financial year 2025-26, if approved by the Members at the 5th Annual General Meeting, shall be paid electronically to the eligible Members based on the bank account details available with the respective Depositories or the Company/RTA, as applicable.

Members holding shares in physical form whose bank account details are not registered or require updation are requested to submit the duly filled and signed Form ISR-1, along with the requisite supporting documents, to the Company's RTA, KFin Technologies Limited at its below address or through email at einward.ris@kfintech.com:

- Registered Address: 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, 400 070, Maharashtra.

- Address for Correspondence / Operations Centre: Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032.

Members holding shares in demat form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change / addition / deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs.

33. Members may please note that SEBI Circular dated January 25, 2022, as amended, has mandated Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal/Exchange of securities certificate, Endorsement, Sub-division/ Splitting of securities certificate, Consolidation of securities certificates/ folios, Transmission and Transposition.

Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR–4, the format of which is available on the Company's website at https://about.redtape.com/Intimation-to-Shareholders-having-Physical-Shares.php.It may be noted that service request can be processed only after the folio is KYC compliant. In terms of Regulation 40(1) of the Listing Regulations, as amended, and SEBI, vide its notification dated January 24, 2022, as amended, has mandated, that all requests for transmission and transposition shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

34. **Consolidation of Share Certificates:**

Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates and self-attested copies of the PAN card of the holders for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialised form only.

35. **Simplification of Procedure for Issuance of Duplicate Share Certificates:**

SEBI has simplified the process for issuance of duplicate share certificates. The value threshold for documentation has been increased from ₹ 5 lakhs to ₹ 10 lakhs and the documentation requirements have been standardised as under:

Value	Particulars
Up to ₹ 10,000	Undertaking on plain paper (no notarisation required)
Above ₹ 10,000 and up to ₹ 10,00,000	Single Affidavit-cum-Indemnity Bond
Above ₹ 10,00,000	Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement

Procedures for joining the AGM through VC, Remote E-Voting and Voting at the AGM

The remote e-voting period begins on August 22, 2026, at 09:00 A.M. and ends on August 24, 2026, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. August 18, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being August 18, 2026,

The remote e-voting period will be as under: -

Commencement of remote e-voting	9:00 A.M. On Saturday, August 22, 2026
End of remote e-voting	5:00 P.M. on Monday, August 24, 2026

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

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

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. 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. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , 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 "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 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 or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	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
Individual Shareholders holding securities in demat mode with CDSL	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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 180-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

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:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 130248 then user ID is 13024801***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

   (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.

   (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

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.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join the General Meeting through the NSDL e-Voting system:

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINE FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly Authorized Signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rndregular@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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 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 or call on.: 022 - 4886 7000 or send a request to (Ms. Pallavi Mhatre, Senior Manager) at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to evoting@nsdl.com

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to evoting@nsdl.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN "**140532**" of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED, SETTING OUT ALL MATERIAL FACTS RELATING TO THE BUSINESS PROPOSED TO BE TRANSACTED UNDER ITEM NO. 4 TO 6 OF THE ACCOMPANYING NOTICE FOR THE ANNUAL GENERAL MEETING.

Item No. 4.

Pursuant to Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to have audit of its cost accounts relating to such products manufactured by the Company covered under Central Excise Tariff Act, 1985, conducted by a Cost Accountant. Based on the recommendation of the Audit Committee, the Board had, at its meeting held on May 26, 2026, approved the re-appointment of Mr. A. K. Srivastava, Cost Accountants (Membership No. 10467 with the Institute of Cost Accountant of India) and (Firm Registration No. 100090) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company, pertaining to the relevant products, for FY26-27 at a remuneration of ₹40,000/- (Rupees forty thousand only) plus applicable taxes, out of pocket and other expenses.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, ratification for the remuneration payable to the Cost Auditors to audit the cost records of the Company for the said financial year by way of an Ordinary Resolution is being sought from the Members as set out at Item No. 04 of the Notice.

Mr. A. K. Srivastava has furnished a certificate to the Company regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for previous years under the provisions of the Act.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid matter.

The Board recommends the Ordinary Resolution set out at Item No. 04 of the Notice for approval by the Members.

Item No. 5.

The Company had appointed Mr. Shuja Mirza as Managing Director of the Company for a period starts from 22nd March 2023 and ending on 31st March 2027. The members had subsequently approved the said appointment and terms of his remuneration.

As such the current tenure of Mr. Shuja Mirza will expire at the close of business hours on 31st March 2027.

Accordingly, based on the recommendation of Nomination and Remuneration Committee (the "Committee"), Audit Committee Board of Directors at its meeting held on 30th July 2026, considered and recommended the proposal relating to the re-appointment of Mr. Shuja Mirza as the Managing Director of the Company, for a further period of 5(five) years, with effect from 1st April, 2027 upto 31st March, 2032 (both days inclusive), on the terms and conditions including remuneration (as set out in item no. 5 of this notice). The said re-appointment is subject to approval of the Members.

Whilst considering the proposal relating to his re-appointment, the Committee and the Board reviewed and confirmed that:

- He is fit and proper to be re-appointed as a Managing Director of the Company.
- He is not disqualified from being appointed as a Managing Director in terms of Section 164 of the Act and has given his consent to act as a Managing Director of the Company. In the opinion of the Board, he fulfils the conditions for the said re-appointment as prescribed under the relevant provisions of the Companies Act, 2013, Schedule V and the rules made thereunder, and the SEBI Listing Regulations.
- He has extensive experience and expertise in the footwear and apparel industry, including retail operations, product development, merchandising, brand building, marketing, supply chain management and business strategy, which are critical for the growth and success of the Company.
- Under his leadership:
  - (a) the Company has successfully strengthened its position in the footwear and apparel segment, enhanced its brand presence and expanded its retail and distribution network;
  - (b) The Company has been effectively executing its strategic growth initiatives focused on product innovation, market expansion and operational efficiency; and
  - (c) The Company continues to focus on strengthening corporate governance and business processes.
  - (d) He also introduced the Retailing Units and online division in the Company, which helped us grow exponentially.
- Given the Company's growth trajectory, the progress achieved so far and the need for continued strategic direction and execution, leadership continuity is considered essential at this stage to ensure sustained growth, stability and long-term value creation.

- Additionally, owing to his exposure in the international markets, he is also responsible for diversifying and bringing the needed vigor to the Company.

The remuneration of Mr. Shuja Mirza, as Managing Director, shall be payable up to a maximum of ₹12,00,00,000 (Rupees Twelve Crore only) per annum during his tenure, as stated earlier, subject to approval of Shareholders. The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, may revise the remuneration from time to time within the aforesaid overall limit, without seeking any further approval of the Members.

During his tenure, Mr. Shuja Mirza shall not be liable to retire by rotation, in terms of the Articles of Association of the Company.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Shuja Mirza under Section 190 of the Act.

Further the details pursuant to the provisions of the Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are annexed to this notice. Mr. Shuja Mirza is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority as per the circular of the BSE Limited and the National Stock Exchange of India Limited.

The Board recommends the passing of the Resolution as set out in Item no. 5 as a special resolution

Except for Mr. Shuja Mirza and Mr. Rashid Ahmed Mirza, no other Directors or the Key Managerial Personnel of the Company and their relatives, are in any way, financially or otherwise, concerned or interested in the Special resolutions, as set out in item no. 5 of this notice.

Profile and other details:

Mr. Shuja Mirza was appointed on 22nd March 2023 as Managing Director of the Company.

He is a graduate in science from the California State University, USA.

Mr. Shuja Mirza has a rich experience in the field of marketing.

Leveraging his experience, he is managing operations, product design, development and manufacturing. He also introduced the Retailing Units and online division in the Company, which helped us grow exponentially. Additionally, owing to his exposure in the international markets, he is also responsible for diversifying and bringing the needed vigor to the Company.

As on 31 March 2026, Mr. Shuja Mirza is holding 19,78,32,696 equity share of the Company. He is immediate relative (son) of the Chairman of the Company.

ITEM NO 6.

Mr. Rashid Ahmed Mirza was appointed as the Whole-time Director (designated as Executive Chairman) of the Company for a term of five (5) years with effect from 1 September 2023, pursuant to the shareholders' resolution passed at the Annual General Meeting held on 30 September 2023. In terms of the said resolution, his office is liable to retire by rotation. During the continuation of his tenure as Whole-time Director (designated as Executive Chairman), he will be attaining the age of 70 years on 26th January 2027.In order to be compliant with the provisions of the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013 including amendments, if any, the Company hereby proposes to retain him as Whole time Director ("designated as Executive Chairman") of the Company on attaining age of 70 years in light of his vast immense knowledge and enrich technical experience which he has been contributing immensely in the growth of the Company since its incorporation and as approved by Board of Directors of the Company at its meeting held on 30th July 2026.

Hence, approval of the members is sought for the continuation of Mr. Rashid Ahmed Mirza Whole time Director ("designated as Executive Chairman") of the Company on attaining the age of 70 years. All other terms and conditions of his appointment shall remain same to the extent approved by the members of the Company.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Rashid Ahmed Mirza under Section 190 of the Act.

Further the details pursuant to the provisions of the Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) read with Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are annexed to this notice. Mr. Rashid Ahmed Mirza is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority as per the circular of the BSE Limited and the National Stock Exchange of India Limited.

The Board recommends the passing of the Resolution set out in Item No. 6 as a Special Resolution.

Except Mr. Rashid Ahmed Mirza and Mr. Shuja Mirza, no Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

By order of the Board
For **REDTAPE LIMITED**

Sd/-
Akhilendra Bahadur Singh
Company Secretary & Compliance Officer

Annexure A

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 Issued by ICSI, Information about the Directors seeking Appointment/ Re-Appointment and Fixation of Remuneration is Furnished Below:

Name of Director	Mr. Shuja Mirza	Mr. Rashid Ahmed Mirza
DIN	01453110	00049009
Father's Name	Mr. Rashid Ahmed Mirza	Late. Mr. Irshad Mirza
Date of Birth	23rd January 1981	26th January, 1957
Age	45 Years	69 years
Date of first appointment on the Board of Directors of the Company	08th December 2021	08th December 2021
Address	65, Friends Colony East, Sriniwaspuri, South Delhi, Delhi, 110065	Villa-122, Parkways, Dubai Hills, Dubai, UAE
Designation	Managing Director	Whole-Time Director (Designated as Executive Chairman)
Education	Graduate in science from the California State University, USA	A diploma in leather technology from London
Nature of Expertise / Experience in specific functional areas.	Rich experience in the field of marketing. Leveraging his experience, he is managing operations, product design, development and manufacturing	Rich experience of more than four decades with his expertise spread across industrial and leather technology and business management
Relationships between the Directors inter-se	Related to Whole Time Director of the Company	Related to Managing Director of the Company
No. of Board Meetings attended during the year	Please refer to the Corporate Governance Report which is a part of this Annual Report	
Terms and conditions of Appointment/ Reappointment	As per the resolution at item number 5 of this notice. Mr. Shuja Mirza's office as Managing Director shall not be subject to retirement by rotation	As per the resolution at item number 6 of this notice. Mr. Rashid Ahmed Mirza`s office as Whole-Time Director (Designated as executive Chairman) shall be subject to retirement by rotation
Directorship held in other Indian companies (as on July 30, 2026)	Please refer to the Corporate Governance Report which is a part of this Annual Report	
Membership/ Chairmanship of the Committee of Companies (including the Company)		
Directorship held in other listed companies		
Membership/ Chairmanship of the Committee of other listed companies		
Shareholding in the Company (No. & %) (as on July 30, 2026)	197832696 35.79%	197962700 35.81%
Details of Remuneration sought to be paid	As mentioned in the resolution at Item No. 5	Mr. Rashid Ahmed Mirza is not drawing any remuneration from the Company.
Remuneration last drawn (including sitting fees, if any)	₹ 10,48,07,693	Not Applicable

INFORMATION AT A GLANCE

Particulars	Details
Name of the Company	REDTAPE Limited
Contact details	Plot No. 8, Sector 90, Gautam Buddha Nagar, Noida, Uttar Pradesh, 201301 Email: compliance@redtapeindia.com Website: www.redtape.com
Date and Time of AGM	Tuesday, August 25, 2026
AGM EVEN	140532
Cut-off date for e-Voting	Tuesday, August 18, 2026
E-voting Start Date	Saturday, August 22, 2026 (9:00 a.m. IST)
E-voting End Date	Monday, August 24, 2026 (5:00 p.m. IST)
Link for Participation through VC/ OAVM	www.evoting.nsdl.com
Speaker Registration Start Date	Thursday, August 20, 2026 (9:00 a.m. IST)
Speaker Registration End Date	Saturday, August 22, 2026 (5:00 p.m. IST)
E-mail correspondence for Speaker Registration	Compliance@redtapeindia.com
Registrar and Transfer Agents	Registered Address: 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, 400 070, Maharashtra. Address for Correspondence / Operations Centre: Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032. Email : einward.ris@kfintech.com Website : www.kfintech.com Telephone No. 1800 309 4001

Annexure B

TAXABILITY ON DIVIDEND

Tax Deduction at Source (TDS) on Final Dividend for FY 2025-26

In accordance with the provisions of the Income Tax Act, 2025 (As amended by Finance Act'2026) ("the Act") and the rules framed thereunder, dividend declared and paid by the Company is taxable in the hands of its Shareholders and the Company is required to deduct tax at source("TDS") from the dividend paid to the Shareholders at the applicable rates.

Please take note of the below TDS provisions and information/ document requirements for each shareholder:

Section 1: For all Members – Details that should be completed and / or updated, as applicable

All Members are requested to ensure that the below details are completed and/or updated, as applicable, in their respective demat account/s maintained with the Depository Participant/s; or in case of shares held in physical form, with the Company, by August 8, 2026. Please note that these details as available on record date will be relied upon by the Company, for the purpose of complying with the applicable TDS provisions:

I. Valid Permanent Account Number (PAN).

II. Residential status as per the Act i.e. Resident or Non-Resident for FY 2026-27.

III. Category of the Member:

   i. Mutual Fund

   ii. Insurance Company

   iii. Alternate Investment Fund (AIF) Category I and II

   iv. AIF Category III

   v. Government (Central/State Government)

   vi. Foreign Portfolio Investor (FPI) /Foreign Institutional Investor (FII): Foreign Company

   vii. FPI/FII: Others (being Individual, Firm, Trust, AJP, etc.)

   viii. Individual

   ix. Hindu Undivided Family (HUF)

   x. Firm

   xi. Limited Liability Partnership (LLP)

   xii. Association of Persons (AOP), Body of individuals (BOI) or Artificial Juridical Person (AJP)

   xiii. Trust

   xiv. Domestic Company

   xv. Foreign Company

IV. Email Address.

V. Residential Address.

For Resident Shareholders: Tax shall be deducted at source under section 393(1) [Table Sl. No. 7] of the Income-tax Act, 2025, @10% on the amount of Dividend declared and paid by the Company during the Financial Year ("FY") 2026-27, subject to valid PAN is provided by the shareholder and PAN status is operative i.e. PAN is linked to Aadhaar. If PAN is not submitted or is not linked to Aadhaar, TDS would be deducted@ 20% as per section 397(2)(b) of the Income-tax Act, 2025.

a) For Resident Individual: No TDS shall be deducted on the Dividend payable to a resident Individual if the total dividend to be received during the Tax Year (TY) 2026-27 does not exceed rupees 10,000/-. Please note that this includes the future dividends, if any, which may be declared by the Board in FY 2026-27.

   Separately, in cases where the shareholder provides Form 121 (Erstwhile Form 15G/15H) (applicable to any person other than a Company or a Firm) under the Income Tax Act,2025, No tax at source shall be deducted provided that the eligibility conditions are being met. Needless to say, PAN is mandatory. Format of Form 121 is enclosed herewith as Annexure-1. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

b) For Resident Non-Individual: No tax shall be deducted on the dividend payable to the following resident non-individuals where they provide relevant details and documents as per format attached herewith in Annexure-2

   i. Insurance Companies: Self-declaration that it qualifies as 'Insurer' as per section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the ordinary shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority of India (IRDAI)/LIC/GIC.

   ii. Mutual Funds: Self-declaration that it is registered with SEBI and is notified under Section 11 of Schedule VII [Table Sl. No. 20] section 11 of the Income Tax Act,2025 along with self-attested copy of PAN card and certificate of registration with SEBI.

iii. **Alternative Investment Fund (AIF):** Self declaration that its income is exempt under Section 11 of Schedule V [Table Sl. No. 1] to of the Income-tax Act, 2025 and they are registered with SEBI as Category I or Category II AIF along with self-attested copy of the PAN card and certificate of AIF registration with SEBI.

iv. **New Pension System (NPS) Trust:** Self declaration that it qualifies as NPS trust and income is eligible for exemption under Section 11 of Schedule VII [Table Sl. No. 41] of the Income-tax Act, 2025 and is being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.

v. **Recognised Provident funds:** Self- attested copy of a valid order from Commissioner under Part A of Schedule XI to the IT Act,2025 or Self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees' Provident Funds Act, 1952 needs to be submitted.

vi. **Approved Superannuation fund:** Self- attested copy of valid approval granted by Commissioner under Part B of Schedule XI to the IT Act,2025 needs to be submitted.

vii. **Approved Gratuity Fund:** Self-attested copy of valid approval granted by Commissioner under Part C of Schedule XI to the IT Act, 2025 needs to be submitted.

viii. **Other non-individual shareholders:** Self attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN card.

For Non-resident Shareholders: Taxes are required to be withheld in accordance with the provisions of section 393(2) [Table Sl. No. 17 and 15] of the Income-tax Act, 2025 at applicable rates in force. As per the relevant provisions of the said Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of Dividend payable to them. In case of GDRs and Foreign Portfolio Investors ("FPI")/ Foreign Institutional Investors ("FII"), the withholding tax shall be as per the rates specified in section 393(2)[Table Sl. No. 13,14,15,16] of the Income Tax Act, 2025 respectively plus applicable surcharge and cess on the amount of Dividend payable to them. However, as per section 159 of the Income- tax Act, 2025, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e. to avail the Tax Treaty benefits, the non-resident shareholder will have to provide the following:

- Self-attested copy of the PAN card allotted by the Indian Income Tax authorities.
- Self-attested copy of Tax Residency Certificate (TRC) (for Financial Year April 1, 2026 to March 31,2027) obtained from the tax authorities of the country of which the shareholder is a resident.
- Shareholders who have PAN and propose to claim treaty benefit need to mandatorily file the Digital Form 41 (Erstwhile Form 10F) online at the link https://eportal.incometax.gov.in/ to avail the benefit of DTAA. (Format of form 41 is attached herewith as Annexure-4)
- Self-declaration by shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement for Financial Year 2026-27.
- Self-declaration by the non-resident shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty. (Format attached herewith as Annexure-3)
- In case of Foreign Institutional Investors and Foreign Portfolio Investors, copy of SEBI registration certificate.
- In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore DTAA.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the Non-Resident shareholder.

Other general information for the Members:

I. For all self-attested documents, Members must mention on the document "certified true copy of the original". For all documents being sent / accepted by email, the Member undertakes to send the original document/s on the request by the Company.

II. In case, the dividend income is assessable to tax in the hands of a person other than the registered Member as on the Record Date, then in terms of Rule 203(2) of Income Tax Rules 2026 (Erstwhile Rule 37BA(2) of the Income Tax Rules,1962), registered Member is required to furnish a declaration containing the name, address, PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person. Format of declaration under Rule 203 of the rules is attached as Annexure-5 and Appendix A for Rule 203

III. Shareholders holding Equity shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

IV. The members shall download Form 168 the newly revamped Annual information Statement (AIS) that replaces the older Form 26AS) from the Income Tax Department's website: https://www.incometax.gov.in/iec/foportal/ for TDS deducted.

V. Application of TDS rate is subject to necessary due diligence and verification by the Company of the shareholder details as available in register of Members on the Book Closure Date, documents, information available in public domain, etc. In case of ambiguous, incomplete or conflicting information, or the valid information/documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate.

VI. In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund, if eligible. No claim shall lie against the Company for such higher taxes deducted.

VII. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Member/s, such Member/s will be responsible to indemnify the Company and also, provide the Company with all information / documents and cooperation in any appellate proceedings.

VIII. **Updation of Bank Account Details**

- Shareholders are requested to complete the necessary formalities for updating their bank account details linked with their demat accounts to enable the Company to credit the dividend directly to their respective bank accounts in a timely manner.

- Shareholders holding shares in physical form are requested to make their folios KYC-compliant. Please note that the dividend will be released only if the folio is KYC-compliant.

Members are requested to take note of the TDS rates and document/s, if any, required to be submitted to the Company by August 8, 2026, for their respective category, in order to comply with the applicable TDS provisions on the email ids to the Company @ einward.ris@kfintech.com

The hard copy can also be submitted to the RTA at Selenium, Tower B, Plot No – 31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddi, Hyderabad- 500032, Telangana Telephone No.: 1800 309 4001

Note: Above communication on TDS sets out the provisions of law in a summary manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

Attachments:

1. Click here Annexure 1 – Form No. 121
2. Click here Annexure 2 - Declaration regarding Category and Beneficial Ownership of shares
3. Click here Annexure 3 - Declaration regarding Tax Residency and Beneficial Ownership of shares
4. Click here Annexure 4 - Form No. 41
5. Click here Annexure 5 - Declaration Under Rule 203 of the Income-tax Rules, 2026
6. Click here Annexure 6 - Appendix A for Rule 203