An ISO 9001 & ISO 13485 Certified Company

Date: September 02, 2026

To, **BSE Limited (“BSE”),** Corporate Relationship Department, 2nd Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400001	To, **National Stock Exchange of India Limited (“NSE”)** “Exchange Plaza”, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051
BSE Scrip code: 543399	**NSE Symbol: TARSONS**

Subject: Notice of the 43rd Annual General Meeting of the Company for the Financial Year ended March 31, 2026

Dear Sir/Madam,

Pursuant to Regulations 30 and 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”), please find attached the Notice of the 43rd Annual General Meeting ("AGM") of Tarsons Products Limited ("the Company") scheduled to be held on Thursday, September 24, 2026 at 12:00 P.M. (IST) through Video Conferencing or Other Audio-Visual means (VC/OAVM) only.

In accordance with the relevant circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the Notice of the AGM along with the Annual Report for FY 2025-26 are being sent electronically to those Members of the Company whose email IDs are registered with the Company/Depositories.

The said information is also being made available on the Company’s website at www.tarsons.com.

You are kindly requested to take the same on your record.

Thanking you
Yours Faithfully,

For Tarsons Products Limited

SANTOSH KUMAR AGARWAL
Digitally signed by SANTOSH KUMAR AGARWAL
Date: 2026.09.02 15:00:16 +05'30'

Santosh Kumar Agarwal
CFO, Company Secretary & Compliance Officer
ICSI Membership No. A44836

Encl: As above

Tarsons Products Limited, 902, Martin Burn Business Park, BP-3, Sector –V, Salt Lake, Kolkata – 700091
Tel: +91 33 3522 0300, Web: www.tarsons.com
Mail: info@tarsons.com, CIN: L51109WB1983PLC036510

TARSONS PRODUCTS LIMITED

CIN: L51109WB1983PLC036510
Registered Office: Martin Burn Business Park, Room No. 902, BP- 3,
Salt Lake, Sector- V, Kolkata, West Bengal, India-700091
Phone: 033-35220300, Email – info@tarsons.com
Website: **www.tarsons.com**

NOTICE

NOTICE is hereby given that the **Forty-Third (43rd)** Annual General Meeting (AGM) of the members of **Tarsons Products Limited** ("the Company") will be held on **Thursday, 24th September, 2026 at 12:00 P.M. (IST)** through Video Conferencing or Other Audio-Visual Means (VC/OAVM) [Deemed Venue: Martin Burn Business Park, Room No. 902, BP- 3, Salt Lake, Sector- V, Kolkata, West Bengal, India-700091] to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2026 and together with the Report of the Board of Directors and Auditors thereon.**

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

   "RESOLVED THAT the audited Standalone financial statement of the Company for the financial year ended 31st March, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **To receive, consider and adopt the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2026 and together with the Report of the Auditors thereon.**

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

   "**RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended 31st March, 2026 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

3. **To appoint a director in place of Mr. Sanjive Sehgal (DIN: 00787232), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.**

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

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sanjive Sehgal (DIN: 00787232), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

4. **To approve Material Related Party Transactions of the Company with its Step-down Subsidiary, Nerbe Plus GmbH & Co. KG ("Nerbe").**

   *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 188 and other applicable provisions, if any of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment thereof for the time being in force, and the Company's Policy on materiality of and for dealing with Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors, subject to such approvals, consents, sanctions and permissions as may be necessary, the Members of the Company do hereby approve and authorize the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into and/or continue with Material Related Party Transaction(s)/ contract(s)/ arrangement(s) (whether individual transaction or transactions taken together or series of transactions or otherwise) between the Company and its related party, Nerbe Plus GmbH & Co. KG ("Nerbe"), the German step-down material subsidiary of the Company, a Related Party within the meaning of Section 2(76) of the Act, and Regulation 2(1)(zb) of the Listing Regulations for an amount not exceeding ₹ 3,750 Million (Indian Rupees Three Thousand Seven Hundred Fifty Million Only) commencing from the 43rd Annual General Meeting until the conclusion of the 44th Annual General Meeting to be held in calendar year 2027 provided that the said period shall not exceed fifteen months, which inter-alia are in the nature of sale, purchase or supply of goods or services, or any other transactions of whatever nature, notwithstanding anything contained herein, transactions entered into or proposed to be entered into during the financial year, in the ordinary course of business and on an arm's length basis, may exceed 10% of the Consolidated Turnover of the Company as per the audited financial statements for the immediately preceding financial year. However, the aggregate annualized value of all such transactions, when taken together during such financial year, shall not exceed ₹ 3,750 Million (Indian Rupees Three Thousand Seven Hundred Fifty Million Only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents and seek approval from relevant authorities, including governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion, deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Members of the Company, do hereby also accord further approval to the Board of Directors of the Company, to delegate all or any of its powers herein conferred to any Committee of Directors and/or Director(s) and/or official(s) of the Company/any other person(s) so authorized by it, to do all such acts and take steps as may be considered necessary or expedient to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or any duly constituted Committee thereof in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

5. **To approve and ratify the waiver of excessive managerial remuneration paid to Executive Directors & Non-Executive Directors (Except Nominee Director) of the Company during the financial year 2025-26.**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules made thereunder, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Articles of Association of the Company, and based on the recommendation of the Board of Directors, the approval of the Members of the Company be and is hereby accorded for the waiver of recovery of excess managerial remuneration aggregating to ₹ 41.39 Million (Indian Rupees Forty one Million Three Hundred Ninety Thousand Only) paid to Mr. Sanjive Sehgal, Chairman and Managing Director, Mr. Aryan Sehgal, Whole-Time Director, and the Non-Executive Directors (Except Nominee Director) of the Company, for the financial year ended 31st March, 2026, such remuneration being in excess of the limits prescribed under Section 197 read with Schedule V of the Act, in view of the audited financial results of the Company for the financial year 2025–26.

RESOLVED FURTHER THAT all other existing terms and conditions of appointment of the Directors shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

NOTICE (Contd.)

RESOLVED FURTHER THAT any Director and/or Company Secretary and/or Chief Financial Officer of the Company, be and are hereby authorized to do all such acts, deeds and actions as they may, in their absolute discretion, consider necessary, for giving effect to this resolution, and to settle questions, remove any difficulty or doubt that may arise from time to time and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions or sanctions which may be necessary or desirable, as it may think fit."

RESOLVED FURTHER THAT all actions taken by the Board or any duly constituted Committee thereof in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

By order of the Board of Directors
For **Tarsons Products Limited**

Sd/-
Santosh Kumar Agarwal
CFO, Company Secretary & Compliance Officer
ACS Membership No.: 44836

Date: 10th August, 2026
Place: Kolkata

Registered Office:
Martin Burn Business Park, Room No. 902,
BP- 3, Salt Lake, Sector- V, Kolkata,
West Bengal, India- 700091
CIN: L51109WB1983PLC036510
Website: www.tarsons.com
Email: info@tarsons.com
Tel: +91 33 3522 0300

Notes:

1. An Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("Act") and applicable Secretarial Standards, relating to special business to be transacted at the Annual General Meeting ("AGM"), is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.

2. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 3/2025 dated 22nd September, 2025 read with circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 8th December, 2021, 14th December, 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024 (collectively referred to as "MCA Circulars"), circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated 3rd October, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time being in force, permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

3. In compliance with applicable provisions of the Act read with the MCA Circulars, SEBI Circular and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) the AGM of the Company is being conducted through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company situated at Martin Burn Business Park, Room No. 902, BP- 3, Salt Lake, Sector- V, Kolkata, West Bengal, India- 700091. The detailed procedure for participating through VC/OAVM facility is mentioned in Notes herein below.

4. Generally, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and such proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available and, therefore, the Proxy Form and Attendance Slip are not annexed hereto.

5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1000 members on 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.

6. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.

7. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standards-2 issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI Listing Regulations read with MCA Circulars and SEBI Circulars, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 43rd AGM and facility for those Members participating in the 43rd AGM to cast vote through e-Voting system during the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

8. The Company's Registrar and Transfer Agents for its share registry work (Electronic) are KFIN Technologies Limited ("RTA" or "KFin") having their registered office at 301, The Centrium, 3rd Floor,57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West) Mumbai, Maharashtra-400070.

NOTICE (Contd.)

9. In compliance with the Circulars, only the electronic copy of the Notice of the 43rd Annual General Meeting of the Company inter alia indicating the process and manner of e-Voting is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s)/ RTA for communication purposes.

10. For receiving all communication (including Annual Report) from the Company electronically members holding shares in dematerialized form, who have not registered their e-mail addresses are requested to register their e-mail addresses with their respective Depository Participants.

11. In pursuance of Section 113 of the Act and Rules framed thereunder, the Institutional/Corporate members are entitled to appoint authorized representatives for the purpose of voting through remote e-Voting or for the purpose of attending and voting during the AGM. In this regard, the corporate members are requested to send a certified true copy of the Board Resolution (PDF/JPG format) together with attested specimen signature of authorized representative to the scrutinizer through email at manisha_saraf2007@yahoo.co.in with a copy marked to investor@tarsons.com and einward.ris@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_EVENT No."

12. Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

13. 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 electronically at the AGM.

14. The annual accounts of the subsidiary companies are made available on the website of the Company at https://www.tarsons.com/financial-reports/.

15. Members willing to express their views or ask questions during the AGM are required to register themselves as speakers by sending their requests at investor@tarsons.com or info@tarsons.com during the period starting from Monday, 7th September, 2026 to Friday, 11th September, 2026 from their registered e-mail addresses mentioning their names, folio numbers/demat account numbers, PAN details, mobile numbers and their questions. The Chairman of the Meeting/the Company Secretary reserves the right to restrict the number of questions, time allotted and number of speakers to ensure smooth conduct of the AGM. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the meeting.

16. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, a certificate from the Secretarial Auditor of the Company certifying that the Tarsons Products Limited Employees' Stock Option Plan (ESOP), 2023 has been implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the relevant documents referred to in this Notice will be available, electronically, for inspection by the members during the AGM. All the documents referred to in this Notice will also be available for inspection electronically on all working days without any fee by the members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an e-mail to info@tarsons.com or investor@tarsons.com mentioning his / her / its folio number / PAN / DP ID and Client ID.

17. Members seeking any information with regard to the accounts or any matter to be considered at the AGM, are requested to write to the Company on or before Thursday, 17th September, 2026 by sending e-mail on info@tarsons.com or investor@tarsons.com. The same will be replied by the Company suitably.

18. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants (DPs)/RTA.

19. Details as required under Regulation 36(3) of the SEBI Listing Regulations and revised Secretarial Standards on General Meeting (SS-2) with respect to Director seeking re-appointment at the AGM is given in the **Annexure- I** to this Notice.

20. DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MEANS

i. In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

ii. The Notice and the Annual Report for the financial year ended 31st March, 2026 shall also be available on the website of the Company viz., www.tarsons.com, on the website of the stock exchanges where equity shares of the Company are listed viz., www.bseindia.com and www.nseindia.com and the Notice shall also be available on the e-Voting website of NSDL, i.e.,www.evoting.nsdl.com.

21. VOTING THROUGH ELECTRONIC MEANS

i. A person whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories/RTA as on the cut-off date, i.e., **Thursday, 17th September, 2026**, shall be entitled to avail the facility of remote e-voting and e-voting at the Meeting. Members whose names are not recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories/RTA as on the cut-off date shall not be entitled to avail the facility of remote e-voting or e-voting during the Meeting.

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

Commencement of Remote E-Voting	End of Remote E-Voting
From 09:00 A.M. (IST) on Monday, 21st September, 2026	Up to 05:00 P.M. (IST) on Wednesday, 23rd September, 2026

The remote e-Voting will not be allowed beyond the aforesaid date and time and the remote e-Voting module shall be disabled upon expiry of aforesaid period.

ii. Members, who are holding shares of the Company as on the cut-off date for e-voting, i.e., Thursday, 17th September, 2026, may cast their votes during the AGM using e-Voting facility, if they have not cast the same during the remote e-Voting period mentioned above.

iii. If members opt for remote e-Voting, then they should not vote at the Meeting. However, once an e-vote on a resolution is cast by a member, such member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-Voting prior to the date of the Meeting can attend the Meeting and participate in the Meeting but shall not be entitled to cast their vote again. Any person who is not the Member as on the cut-off date should treat this Notice for information purposes only.

iv. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

v. The Company has appointed M/s. Manisha Saraf & Associates, Practicing Company Secretary (Membership No- F7607/ CP- 8207), to act as the Scrutinizer, to inter-alia, scrutinize the voting process in a fair and transparent manner. The Members desiring to vote through Remote e-Voting may refer to the detailed procedure given hereinafter. The Scrutinizer shall submit the report for e-Voting to the Chairman and Managing Director of the Company or any person authorized by him. The Results shall be published on the website of the Company within two (2) working days of the conclusion of the Meeting. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company at www.tarsons.com and on the website of NSDL at www.evoting.nsdl.com. The results shall simultaneously be communicated to the Stock Exchanges.

NOTICE (Contd.)

22. INSTRUCTIONS/PROCEDURE FOR REMOTE E-VOTING

Step 1:	**Access to NSDL e-Voting System –** Log-in method for e-Voting system for Individual shareholders holding securities in demat mode;
Step 2:	Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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 9th December, 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. 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

Type of shareholders	Login Method
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 use 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 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. 1800-21-09911

NOTICE (Contd.)

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 101456 then user ID is 101456001***

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

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

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

c) How to retrieve your 'initial password'?

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

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

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 General Meeting on NSDL e-Voting system?

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

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 investor@tarsons.com or Info@tarsons.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 investor@tarsons.com or Info@tarsons.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) **i.e. Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9th December, 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.

NOTICE (Contd.)

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. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use 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.
5. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number at investor@tarsons.com or info@tarsons.com during the period starting from 7th September, 2026 to 11th September, 2026 from their registered e-mail addresses mentioning their names, folio numbers/demat account numbers, PAN details, mobile numbers and their questions. Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. 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.
2. 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, Deputy Vice President at evoting@nsdl.com.
3. 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 the scrutinizer through email at manisha_saraf2007@yahoo.co.in with a copy marked to investor@tarsons.com and 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.

EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT"), THE RULES MADE THEREUNDER, THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LISTING REGULATIONS") AND THE SECRETARIAL STANDARDS ON GENERAL MEETINGS ("SS-2") ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA.

In conformity with the provisions of Section 102 of the Act, the SS-2 and the SEBI Listing Regulations, as amended, the following Explanatory Statement sets out all material facts relating to the Resolution Nos. 04 and 05 detailed in the accompanying Notice, to enable the Members to consider and approve the said Resolutions.

ITEM NO. 04

To approve Material Related Party Transactions of the Company with its Step-down Subsidiary, Nerbe Plus GmbH & Co. KG ("Nerbe").

Pursuant to the provisions of Section 188 of the Companies Act, 2013 ("the Act"), transactions entered into between related parties in the ordinary course of business and on an arm's length basis are exempt from the requirement of obtaining prior approval of the Members. However, in terms of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), all Material Related Party Transactions and subsequent material modifications thereto require prior approval of the Members by way of an Ordinary Resolution, notwithstanding that such transactions are in the ordinary course of business and on an arm's length basis.

For this purpose, the annual consolidated turnover of the Company, as per its audited consolidated financial statements for the financial year ended 31st March, 2026, is ₹ 4,225.13 Million. Accordingly, purusant to Regulation 23 of the SEBI Listing Regulations read with Schedule XII thereto, a Related Party Transaction shall be considered material if the value of the transaction(s), individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the Company as per its last audited financial statements, where the annual consolidated turnover is up to ₹ 200,000 Million (i.e., ₹ 20,000 Crores).

Once approved by the Members, the transactions shall continue to be reviewed and monitored by the Audit Committee of the Company and shall remain within the limits approved by the Members. Any subsequent material modification to the approved transactions, as defined under the Company's Policy on Related Party Transactions, shall be placed before the Members for approval in accordance with Regulation 23(4) of the SEBI Listing Regulations.

Nerbe Plus GmbH & Co. KG ("Nerbe"), Germany, is a step-down material subsidiary of the Company. The Company regularly enters into business transactions with Nerbe, primarily relating to the purchase and sale of products, raw materials, traded goods and such other transactions as may be required in the ordinary course of business. The proposed related party transactions will contribute to continuous growth in business & profits of your Company and are/ would be in the interest of the Company.

Considering the projected business requirements of the Company and Nerbe, the Audit Committee and the Board of Directors, at their respective meetings held on 10th August, 2026, have approved, subject to the approval of the Members, the proposal for entering into Material Related Party Transactions/contracts/arrangements with Nerbe for an aggregate amount not exceeding ₹ 3,750 Million during the period commencing from the 43rd Annual General Meeting until the conclusion of the 44th Annual General Meeting to be held in the calendar year 2027, provided that such period shall not exceed fifteen (15) months.

The proposed limit is an enabling limit based on the projected business requirements of the Company and is intended to facilitate uninterrupted business operations. The actual value of transactions may vary depending upon the business requirements of the Company and Nerbe. All transactions with Nerbe shall continue to be undertaken in the ordinary course of business, on an arm's length basis and in compliance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and the Company's Policy on Related Party Transactions.

The details of the proposed Material Related Party Transactions, along with additional information as required to be disclosed under Regulation 23(4) of the SEBI Listing Regulations read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 and other applicable laws, are provided below:

NOTICE (Contd.)

Sr. No.	Particulars	Details
1.	Name of the Related Party:	Nerbe Plus GmbH & Co. KG.
2.	Nature of Relationship with the Company:	Step-down Subsidiary of the Company
3.	Type, material terms and particulars of the proposed transaction:	Sale, purchase and supply of goods and rendering and availing services.
4.	Tenure of the proposed transaction:	From the conclusion of the 43rd Annual General Meeting until the conclusion of the 44th Annual General Meeting or for a period not exceeding fifteen months, whichever is earlier.
5.	Value of the proposed Transaction:	Not exceeding ₹ 3,750 Million.
6.	Percentage of the Company's annual consolidated turnover for the immediately preceding financial year that is represented by the value of the proposed transaction:	88.75%*
7.	a) Details of the source of funds in connection with the proposed transaction; b) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: • nature of indebtedness; • cost of funds; and • tenure; c) Applicable terms, including covenants, tenure, interest rate, repayment schedule, whether secured (nature of security) or unsecured; d) Purpose for which funds will be utilized:	Not Applicable, as the transaction does not relate to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary.
8.	Justification as to why the RPT is in the interest of the Company:	The Company is in the business of manufacturing and sale of plastic labware products. Nerbe Plus GmbH & Co. KG is a well-established trader in Germany with the business of marketing and distribution of Plastic Labware products. This would help the Company in expanding its global reach with significant market coverage in Europe. This is not a new related party transaction. The transactions of the Company with Nerbe have earlier been approved by members at the 41st Annual General Meeting held on 27 th September, 2024, till FY 2026-27. In view of continuing arrangement and increased business activities, the approval of members is sought for enhanced limits for FY 2026-27.
9.	Details about valuation, arm's length and ordinary course of business:	The transactions will be undertaken on an arm's length basis, with pricing determined using a combination of the cost-plus method and market benchmarking, as applicable.
10.	Valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction:	Not Applicable

Sr. No.	Particulars	Details
11	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis:	396.63%
12.	Any other information relevant or important:	All relevant/important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013. Please refer **Annexure II** for other details as per the RPT Industry Standards.

**The consolidated annual turnover of the financial year 2025-26 (being the immediately preceding financial year) has been considered. Further, the consolidated turnover includes the revenue, if any, of its subsidiaries for the financial year from 1st April, 2025 to 31st March, 2026.*

The Audit Committee has reviewed the rationale, commercial terms and pricing methodology of the proposed transactions and is satisfied that the transactions are in the ordinary course of business and on an arm's length basis.

The Members may please note that in terms of provisions of the SEBI (LODR) Regulations, 2015, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not) shall not vote to approve the ordinary resolution at Item No. 04.

None of the other Directors, Key Managerial Personnel or their respective relatives, except to the extent of their shareholding, if any, is concerned or interested, financial or otherwise, in the said resolution.

The Board recommends the resolution as set out at Item No. 04 as an **Ordinary Resolution** to the Members for their approval.

ITEM NO. 05

To approve and ratify the waiver of excessive managerial remuneration paid to Executive Directors and Non-Executive Directors (Except Nominee Director) of the Company during the financial year 2025-26

The Members of the Company, at the 40th Annual General Meeting held on 14th July, 2023, approved the re-appointment of Mr. Sanjive Sehgal as Chairman and Managing Director and Mr. Aryan Sehgal as Whole-Time Director for a period of five (5) consecutive years with effect from 26th July, 2023 up to 25th July, 2028.

Subsequently, the Members, by way of a Special Resolution passed at the Annual General Meeting held on 22nd September, 2025, approved the revision in the remuneration payable to Mr. Sanjive Sehgal and Mr. Aryan Sehgal with effect from the financial year 2025-26.

The Company pays Directors' fees/remuneration to its Non-Executive Directors (Except Nominee Director) in accordance with the approval of the Members and the applicable provisions of the Companies Act, 2013.

Pursuant to the provisions of Section 197 read with Section 198 and Schedule V of the Companies Act, 2013 ("the Act"), the total managerial remuneration payable by a company is subject to the limits prescribed under the Act.

Upon finalization of the audited financial statements for the financial year ended 31st March, 2026, it was observed that the aggregate managerial remuneration paid to Mr. Sanjive Sehgal, Chairman and Managing Director, Mr. Aryan Sehgal, Whole-Time Director, and the Non-Executive Directors (Except Nominee Director) for the financial year 2025-26 exceeded the limits prescribed under Section 197 read with Schedule V of the Act, in view of the audited financial results of the Company for the said financial year.

The Company pays fixed annual remuneration of ₹ 1.20 Million per annum to each of its Independent Directors and Non-Executive Non-Independent Directors. The aggregate remuneration paid to all Non-Executive Directors (Except Nominee Director) during the financial year amounts to ₹ 5.19 Million, which exceeds the limit prescribed under Section 197 of the Companies Act, 2013. Accordingly, the excess remuneration of ₹ 1.21 Million paid during the financial year ended 31st March, 2026 is subject to waiver by the members of the Company.

NOTICE (Contd.)

Further, the Executive Directors (Mr. Sanjive Sehgal, Chairman and Managing Director & Mr. Aryan Sehgal, Whole-Time Director) were paid an aggregate remuneration of ₹ 80.00 Million during the financial year 2025-26, which exceeds the limit prescribed under Section 197 of the Companies Act, 2013. Accordingly, the excess remuneration of ₹ 40.18 Million paid during the financial year ended 31st March, 2026 is subject to waiver by the members of the Company.

Accordingly, in terms of Section 197(10) of the Act, the overall excess managerial remuneration aggregating to ₹ 41.39 Million (Indian Rupees Forty-one Million Three Hundred Ninety Thousand Only) is required to be refunded to the Company unless the recovery thereof is waived by the Members by way of a Special Resolution.

The Board of Directors has reviewed the matter and is of the opinion that the remuneration paid to the Executive Directors and the Non-Executive Directors (Except Nominee Director) is commensurate with the roles, responsibilities, time commitment, and valuable contributions made by the leadership towards the affairs and governance of the Company. The Directors provide, strategic guidance, leadership, and support the Board in ensuring effective corporate governance, risk management, and compliance with applicable laws and regulations.

Considering their experience, expertise, industry, knowledge, and the responsibilities undertaken by them as members of the Board and its Committees, the remuneration paid is considered appropriate and reasonable. The same is also aligned with the prevailing practices and the contribution expected from Non-Executive Directors in discharging their fiduciary duties. Accordingly, the Board, at its meeting held on 22nd May, 2026, approved the proposal for waiver of recovery of the excess managerial remuneration paid to the aforesaid Directors, subject to the approval of the Members.

The Company confirms that it has not committed any default in repayment of dues to any bank, public financial institution, non-convertible debenture holders or any other secured creditor.

Except Mr. Sanjive Sehgal, Chairman and Managing Director, Mr. Aryan Sehgal, Whole-Time Director, and the Non-Executive Directors (Except Nominee Director), to the extent of the remuneration paid to them and their respective shareholding, if any, and their relatives, none of the other Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed Special Resolution.

The Board recommends the **Special Resolution** set out at Item No. 5 of the Notice for approval of the Members.

ANNEXURE TO NOTICE
ANNEXURE - I

DETAILS OF DIRECTORS TO BE REAPPOINTED AT THE AGM

[Pursuant to the requirements of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India]

Particulars	**Sanjive Sehgal**
Name/Category/Designation	Mr. Sanjive Sehgal, Chairman and Managing Director
Date of Birth	3rd February, 1961
DIN	00787232
Age	65 Years
Qualification	Bachelor's degree in Science (B.Sc) from St. Xavier's College, Kolkata
Nationality	Indian
Date of first appointment on the Board	25th July, 1983
Nature of expertise in specific functional areas	**Mr. Sanjive Sehgal** has an experience of over 40 years in production, marketing and distribution of plastic labs ware, plastic labs consumables and bench – top instruments and supply of plastic products to the healthcare pharmaceutical, biotechnology and/or Research Institutes.
Terms & Conditions of appointment/re-appointment	To be re-appointed as Director liable to retire by rotation. Further, Mr. Sanjive Sehgal is appointed as Managing Director of the Company for a period of 5 years from 26th July, 2023 up to 25th July, 2028. The other terms and conditions are governed as per the employment agreement entered into with the Company.
Remuneration sought to be paid and the remuneration last drawn	The remuneration last drawn during FY 2025–26 was 39.59 Million. The remuneration sought to be paid remains the same.
Relationship between Directors and KMPs inter se	Father of Mr. Aryan Sehgal, Whole-Time Director of the Company.
Directorship of other Companies as on 31st March, 2026 (excluding private companies, Section 8 Companies and Foreign Companies)	Nil
Chairmanship/Membership of other Committees as on 31st March, 2026	Nil
Listed entities from which the Directors have resigned in the past 3 years*	Nil
No. of shares held in the Company as on 31st March, 2026 including shares held as beneficial owner	1,43,54,248 (26.98%)
Number of Meeting of Board attended during the financial year 2025-26	3 out of 4

*Past 3 years since date of re-appointment

ANNEXURE TO NOTICE
ANNEXURE - II

OTHER DETAILS AS PER INDUSTRY STANDARDS

Sr. No.	Particulars	Details
1	Name of Related Party	Nerbe Plus GmbH & Co. KG. (Step-down Subsidiary of the Company)
2	Nature of Business	Nerbe Plus GmbH & Co. KG is a well-established trader in Germany with the business of marketing and distribution of plastic labware products.
3	Country of Incorporation	Germany
4	Financial Performance of Related Party during 2025-26 (in ₹ Million)	
	i. Turnover	₹ 896.56
	ii. Net Profit (Profit After Tax)	₹ 30.05
	iii. Net Worth	₹ 78.72
5	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly	
	i. Name of the director / KMP	None of the Promoters, Directors or Key Managerial Personnel of the company:- a) have any interest in the transaction; and b) hold any share in the related party.
	ii. Shareholding of the director/ KMP, whether direct or indirect, in the related party	