



NAMO EWASTE MANAGEMENT LIMITED

CIN: L74140DL2014PLC263441

Regd. Office: B-91, Private No. A-6, Basement, Main Road, Kalkaji, South Delhi, New Delhi-110019

Corp. Office: 14/1, Main Mathura Road, Faridabad-121003 Haryana

POSTAL BALLOT NOTICE

Pursuant to Section 110 of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') each as amended, and the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA'), Government of India, from time to time.

E-VOTING STARTS ON	E-VOTING ENDS ON
Tuesday, March 17, 2026 at 9:00 a.m. (IST)	Wednesday, April 15, 2026 at 5:00 p.m. (IST)

Dear Shareholder,

Notice is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Resolutions appended below are proposed to the Shareholders of **Namo Ewaste Management Ltd. ("the Company")** to be passed as Ordinary/Special Resolutions by way of Postal Ballot only through remote e-Voting.

In compliance with the aforementioned MCA Circulars, the Company will send Postal Ballot Notice by email to all its Shareholders who have registered their email addresses with the Company/ Registrar & Share Transfer Agent or Depository / Depository Participants and the communication of assent / dissent of the Shareholders will only take place through the remote e-Voting system. Hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Shareholders for this Postal Ballot.

The Company is desirous of seeking your consent for the proposals as contained in the Resolutions given hereinafter. The Explanatory Statement pertaining to the Resolutions setting out the material facts and the reasons thereof is annexed hereto for your consideration.

You are requested to peruse the proposed Resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of remote e-Voting facility provided by the Company.

The Members shall exercise their right to vote on the matter included in the Notice of Postal Ballot by electronic means i.e., through e-voting services provided by National Securities Depository Limited ('NSDL'). The e-voting period commences on **Tuesday, 17th March 2026, at 9.00 a.m. IST and ends on**

Wednesday, 15th April 2026, at 5.00 p.m. IST. Members are requested to carefully read the instructions given in this Notice of Postal Ballot and record their assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 p.m. IST on Wednesday, 15th April, 2026. Remote e-voting will be blocked by NSDL immediately thereafter and will not be allowed beyond the said date and time.

SPECIAL BUSINESS

1. Appointment of Mr. Naresh Kumar Jain (DIN: 00014986) as Non-Executive & Non-Independent Director and Chairman of the Company

To consider and if thought fit, to pass, the following resolution as Ordinary Resolution:

“**RESOLVED THAT** in accordance with, the provisions of sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Naresh Kumar Jain (DIN: 00014986), who was appointed by the Board of Directors on the recommendation of Nomination and Remuneration Committee as an Additional Director (Non-Executive, Non-Independent) of the Company with effect from **March 10, 2026** and who holds office up to the date of ensuing General Meeting of the Company in terms of section 161 of the Act and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director (Non-Executive, Non-Independent) of the Company and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, Mr. Naresh Kumar Jain (DIN: 00014986) be and is hereby designated as the Chairman of the Company with effect from **March 10, 2026**.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and to delegate all or any of its powers herein conferred to any Director, Company Secretary or any other officer(s) of the Company.”

2. Appointment of Mr. Vikram Grover (DIN: 09692781) as an Independent Director (Non Executive)

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

“**RESOLVED THAT** pursuant to Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Companies (Appointment and Qualification of Directors) Rules, 2014 (“the Rules”) and all other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, and on the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Vikram Grover (DIN: 09692781), who was appointed pursuant to Section 161 of the Act as an Additional Director in the category of Non-Executive Independent Director on the Board of the Company w.e.f. March 10, 2026, and who has submitted a declaration that he meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Independent Director of the Company, be and is hereby

appointed as a Director in the category of a Non-executive Independent Director of the Company, not liable to retire by rotation, to hold office for a period of 5 (Five) consecutive years from the date of appointment i.e. March 10, 2026 up to March 09, 2031.

RESOLVED FURTHER THAT the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

3. Approval of Namu Ewaste Management Limited Employees Stock Option Scheme – 2026

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

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Act and the Rules made thereunder, applicable Regulations of the SEBI (Share Based Employee Benefit and Sweat Equity) Regulations, 2021 including any statutory modification(s) or re-enactment(s) thereof) (herein referred to as SBEB Regulations), the Memorandum and Articles of Association of the Company, the provisions of the SEBI Listing Regulations including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, approval of the Members of the Company be and is hereby accorded for the introduction and implementation of ‘**Namu Ewaste Management Limited – Employee Stock Option Scheme 2026**’ (‘**ESOP 2026**’ or ‘**Scheme**’) not exceeding **5,00,000 (Five Lakh only)** equity shares of the face value of Rs. 10/- (Rupees Ten only) each fully paid-up, employee stock options (Options) (representing 2.19% (approx.) of the issued share capital of the Company) to the eligible employees of the Company and/or group company(ies) including subsidiary company(ies) and/or associate company(ies) of the Company (whether in India or outside India), including Directors of the Company (other than Promoter(s) or belonging to Promoter Group, Independent Directors and Directors holding directly or indirectly more than 10% of the outstanding equity shares of the Company), as determined in terms of the Scheme, exercisable into not exceeding 5,00,000 (Five Lakh only) equity shares, where one (1) Option would convert into one (1) equity share upon exercise, on such terms and in such manner as the Board may decide in accordance with the provisions of the applicable laws and the provisions of the Scheme.

RESOLVED FURTHER THAT all actions taken by the Board in connection with the above and all incidental and ancillary things done are hereby specifically approved and ratified.

RESOLVED FURTHER THAT the equity shares so issued and allotted as mentioned hereinbefore shall rank pari-passu with the existing equity shares of the Company.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, bonus issue, merger, demerger, sale of division, expansion of capital, change in capital structure and others, in any including preferential allotment of shares or qualified institution placement, additional Stock Options of the Company are to be issued to the employees for the purpose of making a fair and reasonable adjustment to the Stock Option issued to them, the above ceiling in terms of number of equity shares shall be deemed to be increased in proportion to the additional equity shares issued in the aforesaid corporate action(s).

RESOLVED FURTHER THAT in case the equity shares of the Company are either consolidated or sub-divided, then the number of equity shares to be issued by the Company and the price of acquisition payable by the Stock Option grantees under the Scheme shall automatically stand increased or reduced, as the case may be, in the same proportion as the present face value of Rs. 10/- (Rupees Ten Only) per

equity share shall bear to the revised face value of the equity shares of the Company after such consolidation or sub-division, without affecting any other rights or obligations of the said grantees and the ceiling in terms of number of shares specified above shall be deemed to be adjusted accordingly.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take necessary steps for listing of the equity shares allotted, in accordance with the Scheme on the Stock Exchange where the equity shares of the Company are listed as per the provisions of the SEBI listing Regulations, the SBEB Regulations and other applicable laws and regulations.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SBEB Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Scheme.

RESOLVED FURTHER THAT the Board be and is hereby authorise to devise, formulate, modify, change, vary, alter, amend, suspend or terminate the Scheme, subject to compliance with the applicable laws and regulations, in case of any change in applicable laws or as specified by any statutory authority without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, for such purpose and being incidental for effective implementation and administration of the Scheme and also to settle any issue, questions, difficulties or doubts that may arise in this regard and further to delegate any executive/officers powers to execute all such documents, writings and to give such directions and/or instructions as may be necessary to expedient to give effect to Scheme and to do all other things incidental to and ancillary thereof.”

4. **Approval of Purchase of “Battery Segment” from Wholly owned Subsidiary “Techeco Waste Management LLP” under Slump Sale**

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (if applicable), applicable Accounting Standards, provisions of the Income Tax Act relating to slump sale, and subject to such approvals as may be required, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to purchase **Battery Segment** from “Techeco Waste Management LLP”, being a Wholly owned subsidiary of the Company, as a going concern by way of Slump Sale at book value, in accordance with the provisions of Section 50B of the Income Tax Act, 1961, read with the relevant rules and applicable regulatory provisions governing slump sale transactions.

RESOLVED FURTHER THAT the acquisition shall include transfer of assets, liabilities, contracts, licenses, employees, permits and obligations relating to the said business undertaking as set out in the Business Transfer Agreement (“BTA”).”

RESOLVED FURTHER THAT pursuant to applicable provisions of the Act and SEBI Listing Regulations, as amended from time to time, the Company's policy on dealing with Related Party Transactions, all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary and pursuant to the consent of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to enter into related party contracts/arrangements/ transactions with Techeco Waste Management LLP as may be approved by the Board in this regard, being 'Related

Party' within the meaning of the Act and the SEBI Listing Regulations, on such terms and conditions as may be considered appropriate by the Board of Directors, as may be agreed between the Company and Techeco Waste Management LLP as may be approved by the Board.

RESOLVED FURTHER THAT Mr. Akshay Jain, Managing Director of the Company be and is hereby authorized to:

- negotiate and finalize the terms and conditions of the transaction;
- finalize, execute and sign the Business Transfer Agreement and other related documents;
- make necessary applications, filings and disclosures with regulatory authorities, if required; and
- do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.

RESOLVED FURTHER THAT a certified true copy of this resolution be provided to any authority or person as may be required.”

Place: Faridabad
Date: 10.03.2026

By Order of the Board
For Namu Ewaste Management Ltd.

Sd/-
KUMUD MITTAL
Company Secretary
(ACS21813)

NOTES:

1. Explanatory Statements pursuant to Section 102 of the Act, setting out the material facts and reasons for the proposed Ordinary/Special Resolutions, are appended herein below along with the Postal Ballot Notice for your consideration.
2. The Postal Ballot Notice is being sent by email to all the Shareholders, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”)/ Central Depository Services (India) Limited (“CDSL”) as on **Tuesday, March 10, 2026**, (“Cut-off Date”) and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings (if any) with the Company, the Company’s Registrar and Share Transfer Agent (“RTA”), Maashitla Securities Limited. The voting rights of Shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Cut-off Date which will only be considered to avail the facility of remote e-Voting.
3. Only those Shareholders whose names are appearing in the Register of Members/ List of Beneficial Owners as on the Cut-off Date shall be eligible for casting their votes through remote e-Voting. A person who is not a Shareholder on the Cut-off Date should treat this Notice for information purposes only.

It is however, clarified that all Shareholders of the Company as on the Cut-off Date (including those Shareholders who may not have received this Notice due to non-registration of their e-mail IDs with the Company’s RTA/ Depositories) shall be entitled to vote in relation to the Resolutions specified in this Notice in accordance with the process specified hereinafter in this Notice.

4. The Board of Directors of the Company (**the “Board”**) has appointed Mr. P. C. Jain (F4103, CP No. 3349) Managing Partner of M/s P. C. Jain & Company, Practicing Company Secretaries (Firm Registration Number: P2016HR051300) as the Scrutinizer for conducting the Postal Ballot and remote e-Voting process in a fair and transparent manner.
5. In compliance with the provisions of Sections 108 & 110 and other applicable provisions of the Act, read with the Rules as amended, and the SEBI Listing Regulations, the Company has entered into an agreement with NSDL for facilitating e-Voting to enable the Shareholders to cast their votes electronically instead of dispatching Postal Ballot Form.
6. The e-Voting period commences on **Tuesday, March 17, 2026 at 09:00 AM (IST) and ends on Wednesday, April 15, 2026 at 5:00 PM (IST)**. During this period, the Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off Date, may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter and the voting shall not be allowed beyond the said date and time. Once the vote on a Resolution is cast by the Shareholders, they shall not be allowed to change it subsequently.
7. The Scrutinizer will submit his/her report to the Chairman, or any other person authorized by him, after scrutiny of the votes cast, on the result of the Postal Ballot through remote e-Voting within two working days from the conclusion of the Postal Ballot viz. on or before **Friday, April 17, 2026**. The Scrutinizer’s decision on the validity of votes cast will be final.
8. The results declared, alongwith the Scrutinizer’s Report, shall be intimated to the Stock Exchange where the shares of the Company are listed i.e. National Stock Exchange of India Limited (“NSE”) and will be displayed on the Company’s website viz. www.namowaste.com. Further, the same will also be made available on the website of e-Voting agency i.e. <https://www.evoting.nsdl.com>. The

results shall also be displayed on the Notice Board at the Registered Office of the Company.

9. The Resolutions, if passed by requisite majority, will be deemed to have been passed on the last date specified for remote e-voting i.e. on Wednesday, April 15, 2026. Further, Resolutions passed by the Shareholders through Postal Ballot shall be deemed to have been passed as if it have been passed at a General Meeting of Shareholders convened in that behalf.
10. All the material documents referred to in the Notice and Explanatory Statement will be available for inspection in the electronic mode up to the date of declaration of results of the Postal Ballot from 10:00 AM to 5:00 PM (IST) on all working days. Shareholders seeking to inspect such documents can send an e-mail to cs@namoewaste.com.
11. Shareholders may download the Notice from the Company's website at www.namoewaste.com or from NSDL's website at www.evoting.nsdl.com. A Copy of the Notice is also available on the website of NSE at www.nseindia.com.
12. In accordance with Regulation 40 of the SEBI Listing Regulations, all requests for transmission of securities including transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Shareholders are advised to dematerialise the shares held by them in physical form. Shareholders can contact the Company or RTA, for assistance in this regard.

Further, Shareholders may please note that SEBI has also mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; exchange of securities certificate; sub-division of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4 to the Company's RTA. It may be noted that any service request can be processed only after the folio is KYC Compliant.

13. Shareholders are requested to update/register their KYC details including changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank account details (name of the bank, branch details, bank account number, MICR code and IFSC code, etc.) as follows:
 - a. For shares held in electronic form: with their Depository Participants.
 - b. For shares held in physical form: with the RTA in Form ISR-1 and other relevant forms pursuant to circulars issued by SEBI from time to time latest being SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024.
14. Procedure for Shareholders Voting through electronic means.

The instructions for e-Voting are as under:

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email 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.	<ol style="list-style-type: none">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.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.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.jsp4. 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.

	<p>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.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  App Store  Google Play</div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 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.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at 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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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 on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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 fcspcjain@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 Mr. Narendra Dev 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 cs@namoewaste.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 cs@namoewaste.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

Appointment of Mr. Naresh Kumar Jain (DIN: 00014986) as a Director (Non-Executive, Non-Independent) and Chairman of the Company.

Pursuant to section 149, 152 and 161 of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors at their meeting held on 10th March, 2026, based on the recommendation of Nomination and Remuneration Committee and subject to approval of members, approved appointment of Mr. Naresh Kumar Jain (DIN: 00014986), as an Additional Director (Non-Executive, Non-Independent) and Chairman of the Company, with effect from March 10, 2026.

The Company has received following statutory disclosures / declarations:

- (i) Form DIR-8 – intimating the Company that he stands free from any disqualification, under section 164(1) and 164(2) of the Act;
- (ii) Declaration that he is not debarred from holding the office of director by virtue of any SEBI Order or any other such authority and given his consent to act as Director of the Company;
- (iii) A notice in writing by a member proposing his candidature under section 160(1) of the Act;
- (iv) Form MBP-1 – disclosing his concerns or interests in other company(ies) in terms of section 184(1) of the Act.

The Board noted that Mr. Naresh Kumar Jain is a seasoned entrepreneur with over 40 years of experience in the non-ferrous metals industry. His rich experience in business, strategy, leadership, finance, risk management etc. as more particularly set forth in his profile below. Accordingly, the Board is of the view that his extensive understanding of the non-ferrous metals industry would add value and provide meaningful insights to the Company.

Further, the Board on recommendation of Nomination and Remuneration Committee has determined that the appointment of Mr. Naresh Kumar Jain would be beneficial to the Company.

Mr. Naresh Kumar Jain is the Promoter and relative of Mr. Akshay Jain, Managing Director of the Company. He is holding 1532518 equity shares of the Company by himself.

As per provisions of Regulation 17(1C) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, approval of the shareholders has to be obtained at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Except Mr. Naresh Kumar Jain being an appointee and Mr. Akshay Jain being relative, none of the Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in this resolution, except to the extent of their shareholding, if any.

Brief Profile:

Mr. Naresh Jain is a seasoned entrepreneur with over 40 years of experience in the non-ferrous metals industry. A respected figure in the field, he has built a successful career specializing in the trade of non-ferrous scrap and the manufacturing of high-quality aluminium and other non-ferrous alloys.

Known for his deep technical knowledge and business acumen, Mr. Jain has played a pivotal role in shaping the Indian non-ferrous sector through consistent innovation, ethical practices, and a global outlook. Over the decades, he has established strong working relationships with partners and suppliers across the world, earning a reputation for trustworthiness and professionalism in international metal trading circles.

Under his leadership, his ventures have consistently maintained high standards in sustainability, quality, and operational efficiency—making significant contributions to the circular economy and responsible recycling. Mr. Jain’s legacy is one of integrity, resilience, and forward thinking, marking him as a prominent name in India’s industrial landscape.

The relevant details, pursuant to regulation 36(3) of the SEBI LODR Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, in respect of Director seeking appointment is annexed in **Annexure-I**.

The Board of Directors recommends the resolution as set out as Item No.1 in the Notice for approval of Members as an Ordinary Resolution.

Item No. 2

The Nomination and Remuneration Committee of the Board of Directors, had recommended appointment of Mr. Vikram Grover (DIN: 09692781) for a term of 5 (Five) consecutive years on the Board of the Company w.e.f. **10.03.2026 to 09.03.2031** as Independent Director (Non Executive). The Company has also received a notice in writing, from a Shareholder under Section 160 of the Act, proposing his candidature for appointment as Director of the Company.

Brief Profile:

Mr. Vikram Groer have a vast expertise of over 12 years in financial management, business planning, due diligence, business development, Secretarial matters, capital raising, business structuring, investor relations, FEMA Matters, taxation, Intellectual property rights, listing, delisting people development and strategic planning.

Section 149 and Section 152 of the Companies Act, 2013 inter-alia specifies that:

- (a) Independent Directors shall hold office for a term of upto five consecutive years, and shall be eligible for re-appointment upto five years, subject to passing of Special Resolution by the Shareholders in General Meeting; and
- (b) An Independent Director shall not be liable to retire by rotation at the Annual General Meeting.

The provisions further provide that the Independent Directors shall give a confirmation of independence and meeting of the prescribed criteria, as mentioned in Section 149(6) of the Companies Act, 2013.

In terms of Section 149 and other applicable provisions of Companies Act, 2013, Mr. Vikram Grover being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director for 5 (Five) consecutive years w.e.f. **10.03.2026 to 09.03.2031**

The Company has received from Mr. Vikram Grover:

- (i) Intimation in Form DIR 8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013.
- (ii) A declaration to the effect that he meets the criteria of independence as provided under Sub Section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 (1)(b) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence.
- (iii) An undertaking that he is not debarred from holding the office of Director pursuant to order of SEBI or any other authority.

In the opinion of the Board, Mr. Vikram Grover fulfils the conditions specified in the Companies Act, 2013 and

rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and he is independent of the management. Copy of the draft letter for appointment of Mr. Vikram Grover as an Independent Director would be made available for inspection through electronic mode.

The relevant details, pursuant to regulation 36(3) of the LODR Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, in respect of Director seeking appointment is annexed in **Annexure-II**.

Therefore, the Board of Directors of the Company recommends the Special Resolution as set out at **Item No. 2** for your approval.

None of the Directors and Key Managerial Personnel of the Company, and any relatives of such Director, Key Managerial Personnel is in any way concerned or interested, financially or otherwise, in the resolution.

Item No. 3

Equity based remuneration includes alignment of personal goals of the employees with organizational objectives by participating in the ownership of the Company. The Board of Directors of your Company understands the need to enhance the employee engagement, to reward the employees for their association and performance as well as to motivate them to contribute to the growth and profitability of the Company.

In order to reward and retain the employees and to create a sense of ownership and participation amongst them, the Board of Directors has in its meeting held on March 10, 2026, approved the **Namo Ewaste Management Ltd. Employees Stock Option Scheme – 2026 (“Scheme”)** to or for the benefit of such employees as defined in the Scheme.

In terms of Regulation 6(1) of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [**“SEBI (SBEB & SE) Regulations”**], the transfer of Equity Shares under an Employee Stock Options Scheme requires approval of the Shareholders by way of a Special Resolution. The Special Resolution set out at **Item No. 3** is to seek your approval for the said purpose.

The main features and other details of the Scheme as per Regulation 6(2) of the SEBI (SBEB & SE) Regulations, are as under:

1. Brief Description of the Scheme :

This Scheme shall be called the **Namo Ewaste Management Ltd. Employees Stock Option Scheme -2026 (“Scheme”)**. **The purpose of the Scheme includes the following:**

- To reward eligible employees for their performance, commitment, and continued contribution to the growth and profitability of the Company;
- To attract, retain, and motivate high-performing and talented employees;
- To encourage employees to align their individual goals with the long-term business objectives of the Company;
- To provide employees an opportunity to participate in the ownership of the Company and benefit from value creation;
- To strengthen the sense of belonging and ownership among employees; and
- To create a long-term wealth creation opportunity for employees through participation in the equity of the Company.

2. Total number of Options to be granted:

The maximum number of options that may be granted under the Scheme shall not exceed 5,00,000 (Five

Lac), which shall be convertible into equal number of Shares i.e. 5,00,000 (Five Lac) Equity Shares of the Company.

If any Option granted under the Scheme lapses or is forfeited or surrendered under any provision of the Scheme, such Option shall be available for further grant under the Scheme at the discretion of the Committee.

Further, the maximum number of Options that can be granted and the Shares arise upon exercise of these Options shall stand adjusted in case of corporate action.

3. Identification of classes of employees entitled to participate and be beneficiaries in the Scheme:

(a) a permanent employee i.e. "Permanent Employee" means an individual who is in full-time employment of the Company or of its Holding Company, Subsidiary Company or Associate Company (whether in India or outside India), whose employment is evidenced by a valid appointment letter or employment agreement, and who is borne on the regular payroll of such entity.

For the purposes of this Scheme:

(a) the term shall include a Whole-time Director or Executive Director who is in full-time employment of the Company or its Holding, Subsidiary or Associate Company;

(b) the term shall not include:

- an Independent Director;
- a Promoter or member of the Promoter Group of the Company;
- a Director who either himself or through his relative or through any body corporate, directly or indirectly, holds more than ten percent (10%) of the outstanding equity shares of the Company;
- any employee engaged on a temporary, contractual, retainer, consultant, advisory, trainee or internship basis who is not classified as a permanent employee under the HR policies of the relevant entity.

The determination of eligibility as a Permanent Employee for the purposes of the Scheme shall be made by the Nomination, Remuneration and Compensation Committee in accordance with applicable law, and its decision shall be final and binding.

4. Requirement of Vesting and period of Vesting:

Vesting Period shall commence from the Grant Date subject to minimum of 1 (One) year from the Grant Date and a maximum of 5 (Five) years from the Grant Date, at the discretion of and in the manner prescribed by the Committee and set out in the Grant Letter.

The Vesting would be subject to the continued employment of the Grantee and may further be linked with the certain performance and other criteria's, as determined by the Committee and mentioned in the Grant Letter.

5. Maximum period within which the Options shall be vested:

The maximum period within which the Options shall be vested is 5 (Five) years from the grant date.

6. Exercise Price or Pricing Formula:

The exercise price of the Shares shall be determined by the Board of Directors on the recommendation of the Nomination & Remuneration Committee in accordance with applicable laws.

7. Exercise period and process of Exercise:

After Vesting, Options can be Exercised either wholly or partly, within a maximum period of 5 (Five) years from the respective date of Vesting.

The mode and manner of the exercise shall be communicated to the grantees individually.

8. Appraisal process for determining the eligibility of the Employees for the Scheme:

The Committee may on the basis of all or any of the following criteria, decide on the Employees who are eligible for the Grant of Options under the Scheme, the number of Options to be Granted and the terms and conditions thereof:

- ◆ Longevity of Service.
- ◆ Performance of Employee.
- ◆ Performance of Company.
- ◆ Any other criteria as decided by the Committee.

9. The Maximum number of Options to be granted per employee and in aggregate:

The maximum number of Options that may be granted pursuant to this Scheme shall not exceed 5,00,000 (Five Lac) Options which shall be convertible into equal number of Shares i.e. 5,00,000 (Five Lac) Equity Shares of the Company.

Subject to availability of Options in the pool under the Scheme, the maximum number of Options that can be granted to any eligible Employee during any one year shall not be equal to or exceed 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of Grant.

The Committee may decide to Grant such number of Options equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) to any eligible Employee as the case may be, subject to the separate approval of the Shareholders in a general meeting.

10. The Maximum quantum of benefits to be provided per employee under the Scheme:

The maximum quantum of benefits that will be provided to every eligible Employee under the Scheme will be the difference between the market value of Company's Share on the Recognized Stock Exchanges as on the Date of Exercise of Options and the Exercise Price paid by the Employee.

11. Whether the Scheme is to be implemented and administered directly by the Company or through a Trust:

The Scheme is to be implemented and administered directly by the Company

12. Whether the Scheme involves new issue of shares by the Company or secondary acquisition by the Trust or both:

The Scheme involves only new issue of shares by the Company.

13. The amount of loan to be provided for implementation of the Scheme by the Company to the Trust, its tenure, utilization, repayment terms, etc.:

Not Applicable

14. The Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the Trust for the purposes of the Scheme:

Not Applicable

15. Statement to the effect that the Company shall conform to the accounting policies specified in

Regulation:

The Company shall comply with the disclosures requirements and the accounting policies prescribed under Regulation 15 of the SEBI (SBEB & SE) Regulations, 2021 or as may be prescribed by regulatory authorities from time to time.

16. The method which the Company shall use to value its Options:

The Company shall comply with the requirements of IND – AS 102 and shall use Fair value method and the fair value of Options would be calculated as per the prescribed method under the applicable regulations.

17. Statement with regard to Disclosure in Director's Report:

As the Company is adopting fair value method, presently there is no requirement for disclosure in Director's Report. However, if in future, the Company opts for expensing of share based employee benefits using the intrinsic value, then the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value, shall be disclosed in the Directors' Report and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' Report.

18. Period of lock-in:

The Shares transferred to the Grantees pursuant to Exercise of Options will not be subject to any lock-in period and can be freely sold by the Grantee.

19. Terms & conditions for buyback, if any, of specified securities:

The Committee will determine the procedure for buy-back of Options granted under the Scheme, if to be undertaken at any time by the Company, and the applicable terms and conditions in accordance with the applicable laws.

In terms of Regulation 6 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the approval of the Shareholders is sought by way of Special Resolution for the approval of the Namu Ewaste Management Ltd. Employees Stock Option Scheme – 2026.

Namu Ewaste Management Ltd. Employees Stock Option Scheme – 2026 ("**Scheme**") and other documents referred to in the aforesaid resolutions are available for inspection electronically on the website of the Company.

Therefore, the Board of Directors of the Company recommends the Special Resolutions as set out at **Item No. 3** for your approval.

None of the Directors and Key Managerial Personnel of the Company and any Relatives of such Director and Key Managerial Personnel are in any way concerned or interested in these resolutions except to the extent of Equity Shares held by them in the Company or the options may be granted under the Scheme.

Item No. 4**Background**

The Company is engaged in the business of **E-waste Management**. As part of strategic restructuring, the Board at its meeting held on **March 10, 2026** approved the proposal to purchase **Battery Segment** from its Wholly owned Subsidiary "Techeco Waste Management LLP".

Nature of Transaction

The proposed acquisition is intended to be carried out through Slump Sale, which involves transfer of the undertaking as a going concern for lump sum consideration without individual valuation of assets and liabilities.

Rationale and Benefits

The proposed transaction is expected to:

- Improve operational efficiency
- Achieve business consolidation
- Optimize costs
- Improve profitability and resource utilization
- Strengthen core business operations

Consideration and Valuation

The acquisition of the Battery Segment from its Wholly owned Subsidiary shall be undertaken at book value, in accordance with the provisions of Section 50B of the Income Tax Act, 1961, read with the relevant rules and applicable regulatory provisions governing slump sale transactions.

Approval of Audit Committee

The proposed transactions to be entered into by the Company are reviewed and recommended by the Audit Committee for placing it for approval of the members in compliance with the provisions of the Act, SEBI Listing Regulations and Related Party Transaction's Policy of the Company.

Arm's Length and Ordinary Course

The transaction is:

- At arm's length basis
- Not in ordinary course of business

Related Party Disclosure

Since **Techeco Waste Management LLP** is Wholly owned subsidiary of the Company, the transaction qualifies as a Related Party Transaction under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI LODR.

Particulars as per Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and the SEBI Listing Regulations read with relevant SEBI Circulars are as follows:

Sr. No.	Particulars	Details
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1.	Name of the Related Party	TECHECO WASTE MANAGEMENT LLP
2.	Nature of Relationship	Wholly owned Subsidiary of Namu Ewaste Management Limited
3.	Name of Interested Directors(s) /KMP(s) who is related	Mr. Akshay Jain : Designated Partner Mr. Ujjwal Kumar : Designated Partner
4.	Type, Nature, Material Terms, Monetary Value, Tenure and particulars of the contract or arrangement;	The Battery Segment of Techeco Waste Management LLP will be transferred to Namu Ewaste Management Ltd., as a going concern on a Slump-Sale basis at book value, in accordance with the provisions of Section 50B of the Income Tax Act, 1961, read with the relevant rules and applicable regulatory provisions governing slump sale transactions. The completion of the slump sale of Battery Segment is expected to be completed on or before 31 st March 2026, subject to receipt of requisite regulatory and other approvals and in accordance of the Business Transfer Agreement.
5.	Any other information relevant or important w.r.t. proposed resolution.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act forming part of this Notice.

**By Order of the Board
For Namu Ewaste Management Limited**

Sd/-
KUMUD MITTAL
Company Secretary
ACS No. 21813

Place: Faridabad
Date: March 10, 2026

Annexure-1

Disclosure relating to Directors pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards on General Meetings:

Name of Director	Mr. Naresh Kumar Jain
DIN	00014986
Age	62 Years
Date of first appointment on the Board	10.03.2026
Expertise in specific functional Areas/ Experience	Please refer to the explanatory statement to the resolution.
Brief resume	Please refer to the explanatory statement to the resolution.
Qualifications	Graduation
Terms and conditions of appointment	Appointment as Non-Executive, Non-Independent Director and Chairman with effect from March 10, 2026 , liable to retire by rotation
Last drawn remuneration details (2024-25) along with remuneration sought to be paid	Mr. Naresh Kumar Jain has not drawn any remuneration from the Company in 2024-25. Mr. Jain shall be entitled to sitting fees and to draw expenses incurred for travelling / boarding to participate in Board / Committee Meetings and other Company related work in his capacity as the Non-Executive, Non-Independent Director of the Company.
No. of Board meeting attended	1
List of other Listed Companies (excluding foreign Companies)	Nil
Listed entities from which the Director has resigned from Directorship in the past three years	Nil
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	Nil
Number of Equity Shares held in the Company (including shareholding as a beneficial owner)	Individual holding in the Company – 1532518 Equity Shares
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	Father of Mr. Akshay Jain, Managing Director of the Company

Annexure-II

Disclosure relating to Directors pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards on General Meetings:

Name of Director	VIKRAM GROVER
DIN	09692781
Age	34 Years
Date of first appointment on the Board	March 10, 2026
Expertise in specific functional Areas/ Experience	Has vast expertise of over 12 years in financial management, business planning, due diligence, business development, Secretarial matters, capital raising, business structuring, investor relations, FEMA Matters, taxation, Intellectual property rights, listing, delisting people development and strategic planning.
Brief resume	Mr. Vikram Grover, aged 34 years, and is currently designated as Non-Executive Independent Director of our Company. Mr. Vikram Grover is a Company Secretary and has vast expertise of over 15 years in financial management, business planning, due diligence, business development, Secretarial matters, capital raising, business structuring, investor relations, FEMA Matters, taxation, Intellectual property rights, listing, delisting people development and strategic planning. He holds a Master's degree in Business Management from the National Institute of Management Solution, awarded in 2014. He is a Fellow Member of the Institute of Company Secretaries of India and has been enrolled as a Social Auditor with the Institute of Social Auditors of India since 2024. Mr. Grover brings with him more than 8 years of experience in finance and secretarial compliances.
Qualifications	FCS, LL.B, B.Com, MBA, Social Auditor
Terms and conditions of appointment	Appointment as Non-Executive, Independent Director with effect from March 10, 2026 , not liable to retire by rotation for a term of Five Years
Last drawn remuneration details (2024-25) along with remuneration sought to be paid	Mr. Vikram Grover has not drawn any remuneration from the Company in 2024-25. Mr. Grover shall be entitled to Sitting Fees for attending Board / Committee Meetings in his capacity as the Non-Executive Independent Director of the Company.
No. of Board meeting attended	1
List of other Listed Companies (excluding foreign Companies)	<ol style="list-style-type: none"> 1. Kati Patang Lifestyle Limited 2. Divine power energy limited 3. Vibhor steel tubes limited 4. Defrail technologies limited

Listed entities from which the Director has resigned from Directorship in the past three years	Not applicable
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	Defrail technologies limited 1. Audit Committee Divine power energy limited 1. Audit Committee 2. Nomination & Remuneration Committee Vibhor steel tubes limited 1. Stakeholders Relationship Committee 2. CSR Committee
Number of Equity Shares held in the Company <i>(including shareholding as a beneficial owner)</i>	Nil
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	No Inter-se relationships with other Directors and Key Managerial Personnel of the Company