

Emergent Industrial Solutions Limited

(Formerly Emergent Global Edu and Services Limited)

CIN : L80902DL1983PLC209722

Date: 26.02.2026

To,

BSE Limited

Listing Department

P.J Tower, Dalal Street

Mumbai – 400001

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

Scrip code: 506180

Dear Sir/Madam,

Please find attached, the Postal Ballot Notice dated 24th Day of February 2026, along with the explanatory statement, seeking approval of the members of the Company, by way of remote e-voting process (“e-voting”) for:

1. Material Related Party Transactions under Regulation 23 Of SEBI (LODR) Regulation, 2015 between the Company and **Indo Resources DMCC, Dubai (IRD)**
2. Material Related Party Transactions under Regulation 23 Of SEBI (LODR) Regulation, 2015 between the Company and **Indo International Trading FZCo, Dubai (IIT)**
3. Material Related Party Transactions under Regulation 23 Of SEBI (LODR) Regulation, 2015 between the Company and **Indo Intertrade AG, Switzerland (IIAG)**

The Company has engaged the services of NSDL (**National Securities Depository Limited**), as the agency to provide e-voting facility.

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

Cut Off Date:	20 th February 2026
Commencement of e-voting:	28 th February, 2026
End of e-voting:	29 th March 2026

Further, the Postal Ballot Notice is also available on the website of the Company: www.eesl.in

The Postal Ballot Notice has been approved by the Board of Directors at its meeting held on 12th February 2026.

We hereby request you to take the same on records.

For Emergent Industrial Solutions Limited

(Sabina Nagpal)

Company Secretary and Law Officer

ACS – 15796

8-B, 'SAGAR', 6 TILAK MARG, NEW DELHI-110 001 (INDIA)

Phone : 91-11-43158000, 23782022, 23387413

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EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly EMERGENT GLOBAL EDU AND SERVICES LIMITED)
CIN L80902DL1983PLC209722

Regd. Office: 8-B, 'Sagar', 6, Tilak Marg, New Delhi – 110 001;
Phones : (91) (11) 2378 2022, 2338 2592 ; Fax : (91) (11) 2378 2806, 2338 1914 ;
Email : cs@soanigroup.com; sotl@soanigroup.com; website : www.eesl.in

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014), and the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA'), from time to time

To
The Members,
Emergent Industrial Solutions Limited

Notice is hereby given that the resolution set out below is proposed to be passed by the Members of Emergent Industrial Solutions Limited ("the Company") by means of Postal Ballot, only by way of remote e-voting process ("e-voting"), pursuant to the applicable provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard – 2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and read with the circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") from time to time.

The Explanatory Statement pursuant to the provisions of Section 102 of the Act, setting out all material facts relating to the resolution proposed in this Postal Ballot Notice and additional information as required under the SEBI Listing Regulations is annexed hereto.

In compliance with the MCA Circulars, the Company is sending this Postal Ballot Notice only in electronic form to those Members whose e-mail addresses are registered with the Company / Registrar and Transfer Agent / Depositories.

Accordingly, physical copies of the Postal Ballot Notice and postal ballot forms are not being sent to the Members. The communication of the assent or dissent of the Members would take place only through the remote e-voting system. The detailed procedure for Remote e-Voting forms part of the 'Notice'. Eligible Members whose e-mail address is not registered with the Company/Depositories, may get the notice of the Postal Ballot available on the website of the Company at www.eesl.in websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of our e-Voting agency at NSDL <https://www.evoting.nsdl.com>. The Notice of the Postal Ballot is also available on the website of the Company and on the websites of the Stock Exchanges where the equity shares of the Company are listed.

In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company has provided remote e-voting facility to its Members to enable them to cast their votes electronically, instead of submitting the Postal Ballot Form physically.

The Company has engaged NSDL as the agency to provide the remote e-voting facility.



The voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on the cut-off date, i.e. 20th February, 2026.

Members are requested to carefully read the instructions and record their assent (“FOR”) or dissent (“AGAINST”) only through the remote e-voting process.

The remote e-voting period shall commence on **Saturday, 28th February, 2026 at 9.00AM** and shall end on **Sunday, 29th March 2026 at 5:00PM**. The remote e-voting module shall be disabled thereafter.

Item No. 1

TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION(S) UNDER REGULATION 23 OF SEBI (LODR) REGULATION, 2015 BETWEEN THE COMPANY AND INDO RESOURCES DMCC, DUBAI

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

RESOLVED THAT pursuant to Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), Section 188 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (‘Act’), read with related rules, if any, each as amended from time to time and the Company’s Policy on Related Party Transaction(s), based on the prior approval / recommendation of the Audit Committee and the Board of Directors of the Company, approval of the shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or a series of transactions taken together or otherwise) with M/s Indo Resources DMCC, Dubai, being a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for the time being in force, for purchase of Coal, Coke, Steel, Iron ore, Ferro alloys, Oil, Ores and Minerals including manganese ore and allied raw materials, on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs.750 Crores (Rupees Seven Hundred Fifty Crores) (exclusive of any taxes, duties or charges) to be entered into during the financial year 2026-27, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do or 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 contracts, agreements and other documents, file applications and make representations in respect thereof and seek approval from relevant authorities including Governmental authorities in this regard if required, and to deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable and 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 thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified, and confirmed in all respects”

**Item No. 2****TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION(S) UNDER REGULATION 23 OF SEBI (LODR) REGULATION, 2015 BETWEEN THE COMPANY AND INDO INTERNATIONAL TRADING FZCO, DUBAI**

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

RESOLVED THAT pursuant to Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), Section 188 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 ('Act'), read with related rules, if any, each as amended from time to time and the Company's Policy on Related Party Transaction(s), based on the prior approval / recommendation of the Audit Committee and the Board of Directors of the Company, approval of the shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or a series of transactions taken together or otherwise) with M/s Indo International Trading FZCO, Dubai, being a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for the time being in force, for purchase of Coal, Coke, Steel, Iron ore, Ferro alloys, Oil, Ores and Minerals including manganese ore and allied raw materials, on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs.500 Crores (Rupees Five Hundred Crores) (exclusive of any taxes, duties or charges) to be entered into during the financial year 2026-27, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do or 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 contracts, agreements and other documents, file applications and make representations in respect thereof and seek approval from relevant authorities including Governmental authorities in this regard if required, and to deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable and 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 thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified, and confirmed in all respects"

Item No. 3**TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION(S) UNDER REGULATION 23 OF SEBI (LODR) REGULATION, 2015 BETWEEN THE COMPANY AND INDO INTERTRADE AG, SWITZERLAND**

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



RESOLVED THAT pursuant to Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), Section 188 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 ('Act'), read with related rules, if any, each as amended from time to time and the Company's Policy on Related Party Transaction(s), based on the prior approval / recommendation of the Audit Committee and the Board of Directors of the Company, approval of the shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or a series of transactions taken together or otherwise) with M/s Indo Intertrade AG, Switzerland, being a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for the time being in force, for purchase of Coal, Coke, Steel, Iron ore, Ferro alloys, Oil, Ores and Minerals including manganese ore and allied raw materials, on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs.400 Crores (Rupees Four Hundred Crores) (exclusive of any taxes, duties or charges) to be entered into during the financial year 2026-27, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do or 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 contracts, agreements and other documents, file applications and make representations in respect thereof and seek approval from relevant authorities including Governmental authorities in this regard if required, and to deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable and 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 thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified, and confirmed in all respects"

By Order of the Board of Directors
For Emergent Industrial Solutions Limited
Sd/-
(Sabina Nagpal)
Company Secretary and Law Officer
ACS – 15796

Date: 24.02.2026
Place: New Delhi



NOTES

1. The Explanatory Statement pursuant to Section 102 of the Act forms part of this Postal Ballot Notice.
2. In terms of Section 110 of the Act read with the Rules, the business set out in this Notice is sought to be transacted by postal ballot through remote e-voting only.
3. In accordance with the MCA Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Depositories or with the Company/ Registrar and Transfer Agent, as on Friday, 20th February 2026. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No. 12.
4. In compliance with Regulation 44 of the Listing Regulations, Sections 108 and 110 of the Act read with rule 20 and 22, the SS-2 and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-Voting i.e., by casting votes electronically instead of submitting postal ballot. For this purpose, the Company has engaged services of NSDL for facilitating e-voting to enable the Members to cast their votes electronically.
5. The Board of Directors has appointed Mr. Neeraj Sharma, Practicing Company Secretaries (CP No: 23057), as Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.
6. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.eesl.in, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of NSDL at <https://www.evoting.nsdl.com>.
7. Voting rights shall be in proportion to the paid-up value of equity shares held by the Members as on the cut-off date, i.e., 20th February, 2026. A Member shall be entitled to one vote for each fully paid-up equity share held and, in respect of partly paid-up equity shares, in proportion to the amount paid-up thereon.
8. Once the vote on the resolution is cast, the members shall not be allowed to change it subsequently.
9. The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorised by him. The results of e-voting will be announced on or before 31st March 2026, and will be displayed on the Company's website at www.eesl.in and the website of NSDL at nsdl.co.in The results will simultaneously be communicated to the Stock Exchanges where the equity shares of the Company are listed.
10. The Resolution, if approved, shall be deemed to have been passed on Sunday, 29th March 2026, being the last date of remote e-voting
11. All documents referred to in this Notice shall be available for inspection electronically by the Members without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting.
12. Members who have not registered their email addresses, may request to register the same:

Demat Shareholders	The shareholders are requested to register their e-mail address, in respect of demat holdings
Physical Shareholders	Write an e-mail with request letter mentioning name, folio number, scan copy of self-attested PAN, cancelled cheque leaf bearing name of the Member and copy of physical share certificate to Emergent Industrial Solutions Ltd. At



	<p>cs@somanigroup.com or visit www.eesl.in and follow the registration process as guided therein.</p>
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By Order of the Board of Directors
For Emergent Industrial Solutions Limited

Sd/-

(Sabina Nagpal)
Company Secretary and Law Officer
ACS – 15796

Date: 24.02.2026
Place: New Delhi

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

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), given hereunder:

Context for Resolution

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, any transactions with a related party shall be considered material, if the transaction(s) entered into/to be entered into individually or taken together with the previous transactions during a financial year exceeds ₹1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, and shall require prior approval of shareholders by means of an ordinary resolution. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Further, Regulation 2(1)(zc) of the SEBI Listing Regulations defines a Related Party Transaction ('RPT') to include a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, as well as (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not. Further, subsequent modifications to the material RPTs, as already approved by the Members of the Company, are required to be placed before the Members for their approval before such modification in RPTs are given effect to.

Accordingly, RPTs of Emergent Industrial Solutions Limited ("Company" or "EISL") and RPTs of its subsidiary entities exceeding the aforesaid threshold of Rs.1000 crores or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower shall be considered as Material Related Party Transaction (MRPT), are placed for the approval of the Members of the Company. The Company has provided the Audit Committee with the relevant details, of the proposed RPTs, as required under Listing Regulations, including material terms and basis of pricing. The Audit Committee consisting of majority Independent Directors, after reviewing all necessary information, has unanimously granted approval for entering into the below mentioned MRPTs. The Audit Committee has further noted that the transactions will be at an arms' length basis and in the ordinary course of business of the Company. Accordingly, basis the approval of the Audit Committee, the Board of Directors recommends resolution(s) accompanying Notice to the Members for approval.

Approval for Related Party Transactions with Indo Resources DMCC, Dubai (IRD) at arm's length and in ordinary course of business

The Company proposes to enter into purchase transactions with Indo Resources DMCC, Dubai a private company and a related party of the Company, during the financial year 2026-27, which would fall under the category of Material Related Party Transactions requiring prior approval of shareholders. Accordingly, considering such possibility, it is proposed to approve the MRPTs with IRD upto an amount of Rs.750 crores (Rupees Seven hundred Fifty crores only) (exclusive of any taxes, duties or charges) during the financial year 2026-27.

The Company had in the Annual General Meeting held on 30th September, 2025 obtained the requisite approval of its members to enter into related party transactions with IRD, up to an aggregate limit of Rs. 250 crores (Rupees Two Hundred Fifty Crores) for the financial year 2026-27. In view of the anticipated growth and expansion in the scale of business operations, the Company now proposes to seek further approval from its members for entering into additional related party transactions with IRD, up to an incremental limit of Rs.500 crores (Rupees Five Hundred Crores) for the same financial year. Subject to approval, this additional



limit shall be over and above the earlier approved limit of Rs. 250 crores (Rupees Two Hundred Fifty Crores), thereby aggregating the total permissible value of transactions with IRD to Rs. 750 crores (Rupees Seven Hundred Fifty Crores) for the financial year 2026-27. Upon approval of this resolution, the earlier approval granted at the AGM dated 30 September 2025 shall stand modified to the extent of the revised aggregate limit.

Since IRD is a related party of the Company, approval of the members is being sought to ensure that the cumulative aggregate value of all material related party transactions with IRD does not exceed Rs.750 crores (Rupees Seven hundred Fifty crores only) during the financial year 2026-27, in accordance with the terms of the proposed resolution.

Details of the proposed RPTs between the Company and IRD, including the information required to be disclosed in the Explanatory Statement pursuant to the **SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/18 dated 14th February 2025**, are as follows.

Summary of information provided by the Management to the Audit Committee

A(1). BASIC DETAILS OF THE RELATED PARTY

Sr.No.	Particulars of the Information	Remarks
Details of Summary of information provided by the Management to the Audit Committee		
1.	Name of Related Party	Indo Resources DMCC, Dubai
2.	Name of Director or KMP who is interested	Mr. Tarun Somani
3.	Nature of relationship	Indirect Shareholding
4.	Type of the proposed transaction	Purchase of Goods
5.	Any advance paid or received	None
6.	Tenure of the Proposed Transaction	FY 2026-27
7.	Country of incorporation of the related party	Dubai
8.	Nature of business of the related party	Trading of Coal, Steel, Iron Ore, Ferro alloys, ores, oil, Minerals.

A(2). RELATIONSHIP AND OWNERSHIP OF THE RELATED PARTY

Sr.No	Particulars of the Information	Information provided by the management
1	<p>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (Financial or otherwise) and the following:</p> <p>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</p> <ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). 	<p>The Proposed transactions involve RPTs between the Company and Indo Resources DMCC.</p> <p>Mr. Tarun Somani, Promoter of the Company along with his relatives are indirect shareholders of Indo Resources DMCC.</p>



	<ul style="list-style-type: none"> • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <p>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</p>	
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A(3). DETAILS OF PREVIOUS TRANSACTIONS WITH THE RELATED PARTY

Sr. No	Particulars of the Information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	Nil
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	None

A(4). AMOUNT OF THE PROPOSED TRANSACTION(S)

Sr. No	Particulars of the Information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	INR 750 Crore
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes, it would be a material related party transaction
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	94.22%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a	NA



	transaction involving the subsidiary and where the listed entity is not a party to the transaction)			
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	58.77%		
6	Financial performance of the related party for the immediately preceding financial year: Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis		Turnover	Profit After Tax
				Net worth
			USD (in millions)	149.47
			1.17	12.69
			INR (in crores)	1277
			10	108.45

A(5). BASIC DETAILS OF THE PROPOSED TRANSACTION

Sr. No	Particulars of the Information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	The transaction involves purchase of coal, coke, steel, iron ore, oil, ferro alloys, ores including manganese ore and other allied raw materials
2	Details of each type of the proposed transaction	Purchase Transaction
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	N.A
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Indo Resources DMCC by virtue of the quantities it procures, is in a better position to negotiate better rates/pricing from global suppliers and miners. The proposed transactions are commercially beneficial.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Mr. Tarun Somani along with his relatives
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Indirect shareholding



8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not applicable. All contracts with related party defined as per Section 2(76) of the Act and other applicable provisions, are reviewed at arm's length testing internally and entered into on the prevailing market price on competitive basis.
9	Other information relevant for decision making.	N.A.

PART B

Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,

B (1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr.No	Particulars of the Information	Information provided by the Management
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Based on mutually agreed terms and pricing, aligned with the prevailing market rates.
2	Basis of determination of price	Pricing shall be based on the applicable published index rates prevailing at the time of entering into the transaction.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	None

**Point B(2) to B(7) of table forming Part 4 of Standards not applicable
Part C forming Part 4 of the standards is not applicable.**

The above RPTs to be entered into shall always be based on the market price of the relevant material not exceeding aggregate amount of Rs.750 crores (Rupees Seven Hundred Fifty Crores only) during the financial year 2026-27. Where market price would not be available, alternative method including reimbursement of actual cost incurred as per arm's length pricing criteria shall be allowed.

It is pertinent to note that no related party shall vote to approve this Resolution whether the entity is a related party to the particular transaction or not. Regulation 23(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that the related parties shall not vote on such resolutions, therefore, none of the Related Parties shall vote on the said resolution.

Except Mr. Tarun Somani along with his relatives, none of the other Directors and Key Managerial personnel of the Company and/or their respective relatives are in any way, concerned or interested either directly or indirectly, in the resolution mentioned at Item No.1 of this Notice.



The Board of Directors recommends the Ordinary Resolution as set out at Item No.1 of the accompanying Notice, for Members' approval.

Approval for Related Party Transactions with Indo International Trading FZCO, Dubai (IIT) at arm's length and in ordinary course of business

The Company proposes to enter into purchase transactions with Indo International Trading FZCO, Dubai a private company and a related party of the Company, during the financial year 2026-27, which would fall under the category of Material Related Party Transactions requiring prior approval of shareholders. Accordingly, considering such possibility, it is proposed to approve the MRPTs with IIT upto an amount of Rs.500 crores (Rupees Five Hundred Crores only) (exclusive of any taxes, duties or charges) during the financial year 2026-27.

The Company had in the Annual General Meeting held on 30th September, 2025 obtained the requisite approval of its members to enter into related party transactions with IIT, up to an aggregate limit of Rs. 450 crores (Rupees Four Hundred Fifty Crores) for the financial year 2026-27. In view of the anticipated growth and expansion in the scale of business operations, the Company now proposes to seek further approval from its members for entering into additional related party transactions with IIT, up to an incremental limit of Rs. 50 crores (Rupees Fifty Crores) for the same financial year. Subject to approval, this additional limit shall be over and above the earlier approved limit of Rs.450 crores (Rupees Four Hundred Fifty Crores), thereby aggregating the total permissible value of transactions with IIT to Rs. 500 crores (Rupees Five Hundred Crores) for the financial year 2026-27. Upon approval of this resolution, the earlier approval granted at the AGM dated 30 September 2025 shall stand modified to the extent of the revised aggregate limit.

Since IIT is a related party of the Company, approval of the members is being sought to ensure that the aggregate value of all material related party transactions with IIT does not exceed Rs. 500 crores (Rupees Five Hundred Crores) during the financial year 2026-27, in accordance with the terms of the proposed resolution.

Approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with IIT in the financial year 2026-27.

Details of the proposed RPTs between the Company and IIT, including the information required to be disclosed in the Explanatory Statement pursuant to the **SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/18 dated 14th February 2025**, are as follows.

Summary of information provided by the Management to the Audit Committee

A(1). BASIC DETAILS OF THE RELATED PARTY

Sr.No.	Particulars of the Information	Remarks
Details of Summary of information provided by the Management to the Audit Committee		
1.	Name of Related Party	Indo International Trading FZCO, Dubai
2.	Name of Director or KMP who is interested	Mr. Tarun Somani
3.	Nature of relationship	Indirect Shareholding
4.	Type of the proposed transaction	Purchase of Goods
5.	Any advance paid or received	None
6.	Tenure of the Proposed Transaction	FY 2026-27
7.	Country of incorporation of the related party	Dubai



8.	Nature of business of the related party	Trading of Coal, Steel, Iron Ore, Ferro alloys, ores, oil, Minerals
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A(2). RELATIONSHIP AND OWNERSHIP OF THE RELATED PARTY

Sr.No	Particulars of the Information	Information provided by the management
1	<p>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (Financial or otherwise) and the following:</p> <p>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</p> <ul style="list-style-type: none"> • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <p>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</p>	<p>The Proposed transactions involve RPTs between the Company and Indo International Trading FZCO.</p> <p>Mr. Tarun Somani, Promoter of the Company along with his relatives are indirect shareholders of Indo International Trading FZCO.</p>

A(3). DETAILS OF PREVIOUS TRANSACTIONS WITH THE RELATED PARTY

Sr. No	Particulars of the Information	Information provided by the management
1	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <p>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</p>	INR 167.37 Crore
2	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</p>	INR 115.43 Crore
3	<p>Any default, if any, made by a related party concerning any obligation undertaken by it under</p>	None



	a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	
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A(4). AMOUNT OF THE PROPOSED TRANSACTION(S)

Sr. No	Particulars of the Information	Information provided by the management												
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	INR 500 Crore												
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes, it would be a material related party transaction												
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	62.81%												
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA												
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	74.18%												
6	Financial performance of the related party for the immediately preceding financial year: Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	<table border="1"> <thead> <tr> <th></th> <th>Turnover</th> <th>Profit After Tax</th> <th>Net worth</th> </tr> </thead> <tbody> <tr> <td>USD (in millions)</td> <td>79.72</td> <td>1.93</td> <td>78.88</td> </tr> <tr> <td>INR (in crores)</td> <td>681.29</td> <td>16.49</td> <td>673.99</td> </tr> </tbody> </table>		Turnover	Profit After Tax	Net worth	USD (in millions)	79.72	1.93	78.88	INR (in crores)	681.29	16.49	673.99
	Turnover	Profit After Tax	Net worth											
USD (in millions)	79.72	1.93	78.88											
INR (in crores)	681.29	16.49	673.99											

A(5). BASIC DETAILS OF THE PROPOSED TRANSACTION

Sr. No	Particulars of the Information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	The transaction involves purchase of coal, coke, steel, iron ore, oil, ferro alloys, ores, minerals, including manganese ore and other allied raw materials
2	Details of each type of the proposed transaction	Purchase Transaction



3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	N.A
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Indo International Trading FZCO by virtue of the quantities it procures is in a better position to negotiate better rates/pricing from global suppliers and miners. The proposed transactions are commercially beneficial.
7	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</p> <p>a. Name of the director / KMP</p> <p>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</p>	<p>Mr. Tarun Somani along with his relatives</p> <p>Indirect shareholding</p>
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not applicable. All contracts with related party defined as per Section 2(76) of the Act and other applicable provisions, are reviewed for arm's length testing internally and entered into on the prevailing market price on competitive basis.
9	Other information relevant for decision making.	N.A.

PART B

Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,

B (1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr.No	Particulars of the Information	Information provided by the Management
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Based on mutually agreed terms and pricing, aligned with the prevailing market rates.
2	Basis of determination of price	Pricing shall be based on the applicable published index rates prevailing at the time of entering into the transaction.
3	<p>In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:</p> <p>a. Amount of Trade advance</p>	None



	b. Tenure c. Whether same is self-liquidating?	
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**Point B (2) to B (7) of table forming Part 4 of Standards not applicable
Part C forming Part 4 of the standards is not applicable.**

The above RPTs to be entered into shall always be based on the market price of the relevant material not exceeding aggregate value of Rs.500 crores (Rupees Five Hundred Crores only) during the financial year 2026-27. Where market price would not be available, alternative method including reimbursement of actual cost incurred as per arm's length pricing criteria shall be allowed.

It is pertinent to note that no related party shall vote to approve this Resolution whether the entity is a related party to the particular transaction or not. Regulation 23(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that the related parties shall not vote on such resolutions, therefore, none of the Related Parties shall vote on the said resolution.

Except Mr. Tarun Somani along with his relatives, none of the other Directors and Key Managerial personnel of the Company and/or their respective relatives are in any way, concerned or interested either directly or indirectly, in the resolution mentioned at Item No.2 of this Notice.

The Board of Directors recommends the Ordinary Resolution as set out at Item No.2 of the accompanying Notice, for Members' approval.

Approval for Related Party Transactions with Indo Intertrade AG, Switzerland (IIAG) at arm's length and in ordinary course of business

The Company proposes to enter into purchase transactions with Indo Intertrade Ag, Switzerland a private company and a related party of the Company, during the financial year 2026-27, which would fall under the category of Material Related Party Transactions requiring prior approval of shareholders. Accordingly, considering such possibility, it is proposed to approve the MRPTs with IIAG up to an amount of Rs. 400 crores (Rupees Four Hundred crores only) (exclusive of any taxes, duties or charges) during the financial year 2026-27.

The Company had in the Annual General Meeting held on 30th September, 2025 obtained the requisite approval of its members to enter into related party transactions with IIAG, up to an aggregate limit of Rs. 350 crores (Rupees Three Hundred Fifty Crores) for the financial year 2026-27. In view of the anticipated growth and expansion in the scale of business operations, the Company now proposes to seek further approval from its members for entering into additional related party transactions with IIAG, up to an incremental limit of Rs.50 crores (Rupees Fifty Crores) for the same financial year. Subject to approval, this additional limit shall be over and above the earlier approved limit of Rs.350 crores (Rupees Three Hundred Fifty Crores), thereby aggregating the total permissible value of transactions with IIAG to Rs. 400 crores (Rupees Four Hundred Crores) for the financial year 2026-27. Upon approval of this resolution, the earlier approval granted at the AGM dated 30 September 2025 shall stand modified to the extent of the revised aggregate limit.

Since IIAG is a related party of the Company, approval of the members is being sought to ensure that the cumulative value of all material related party transactions with IIAG does not exceed Rs.400 crores (Rupees Four Hundred Crores) during the financial year 2026-27, in accordance with the terms of the proposed resolution.



Approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with IIAG in the financial year 2026-27.

Details of the proposed RPTs between the Company and IIAG, including the information required to be disclosed in the Explanatory Statement pursuant to the **SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/18 dated 14th February 2025**, are as follows.

Summary of information provided by the Management to the Audit Committee

A(1). BASIC DETAILS OF THE RELATED PARTY

Sr.No.	Particulars of the Information	Remarks
Details of Summary of information provided by the Management to the Audit Committee		
1.	Name of Related Party	Indo Intertrade AG, Switzerland
2.	Name of Director or KMP who is interested	Mr. Tarun Somani
3.	Nature of relationship	Indirect Shareholding
4.	Type of the proposed transaction	Purchase of Goods
5.	Any advance paid or received	None
6.	Tenure of the Proposed Transaction	FY 2026-27
7.	Country of incorporation of the related party	Switzerland
8.	Nature of business of the related party	Trading of Coal, steel, Iron Ore, Ferro alloys, ores, oil, Minerals

A(2). RELATIONSHIP AND OWNERSHIP OF THE RELATED PARTY

Sr.No	Particulars of the Information	Information provided by the management
1	<p>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (Financial or otherwise) and the following:</p> <p>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</p> <ul style="list-style-type: none"> • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <p>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.</p>	<p>The Proposed transactions involve RPTs between the Company and Indo Intertrade AG, Switzerland</p> <p>Mr. Tarun Somani, Promoter of the Company along with his relatives are indirect shareholders of Indo Intertrade AG, Switzerland</p>



	While calculating indirect shareholding, shareholding held by relatives shall also be considered.	
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A(3). DETAILS OF PREVIOUS TRANSACTIONS WITH THE RELATED PARTY

Sr. No	Particulars of the Information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	INR 78.27 Crores
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR 83.81 crores
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	None

A(4). AMOUNT OF THE PROPOSED TRANSACTION(S)

Sr. No	Particulars of the Information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	INR 400 Crore
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes, it would be a material related party transaction
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	50.25%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	47.39%



6	Financial performance of the related party for the immediately preceding financial year: Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis		Turnover	Profit After Tax	Net worth
		USD (in millions)	98.83	0.23	6.42
		INR (Crores)	844.66	1.97	54.87

A(5). BASIC DETAILS OF THE PROPOSED TRANSACTION

Sr. No	Particulars of the Information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	The transaction involves purchase of coal, coke, steel, iron ore, ferro alloys, oil, ores, minerals including manganese ore and other allied raw materials
2	Details of each type of the proposed transaction	Purchase Transaction
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	N.A
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Indo Intertrade AG, Switzerland by virtue of the quantities it procures is in a better position to negotiate better rates/pricing from global suppliers and miners. The proposed transactions are commercially beneficial.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Tarun Somani along with his relatives Indirect shareholding
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not applicable. All contracts with related party defined as per Section 2(76) of the Act and other applicable provisions, are reviewed for arm's length testing internally and entered into on the prevailing market price on competitive basis.
9	Other information relevant for decision making.	N.A.



PART B

Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,

B (1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

Sr.No	Particulars of the Information	Information provided by the Management
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Based on mutually agreed terms and pricing, aligned with the prevailing market rates.
2	Basis of determination of price	Pricing shall be based on the applicable published index rates prevailing at the time of entering into the transaction.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: <hr/> a. Amount of Trade advance <hr/> b. Tenure <hr/> c. Whether same is self-liquidating?	None

Point B(2) to B(7) of table forming Part 4 of Standards not applicable

Part C forming Part 4 of the standards is not applicable.

The above RPTs to be entered into shall always be based on the market price of the relevant material not exceeding an aggregate value of Rs.400 crores (Rupees Four Hundred Crores only) during the financial year 2026-27. Where market price would not be available, alternative method including reimbursement of actual cost incurred as per arm's length pricing criteria shall be allowed.

It is pertinent to note that no related party shall vote to approve this Resolution whether the entity is a related party to the particular transaction or not. Regulation 23(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that the related parties shall not vote on such resolutions, therefore, none of the Related Parties shall vote on the said resolution.

Except Mr. Tarun Somani along with his relatives, none of the other Directors and Key Managerial personnel of the Company and/or their respective relatives are in any way, concerned or interested either directly or indirectly, in the resolution mentioned at Item No.3 of this Notice.

The Board of Directors recommends the Ordinary Resolution as set out at Item No.3 of the accompanying Notice, for Members' approval.

**By Order of the Board of Directors
For Emergent Industrial Solutions Limited**

Sd/-

(Sabina Nagpal)
Company Secretary and Law Officer
ACS – 15796

Date: 24.02.2026



Place: New Delhi

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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.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.



	<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> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; 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 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. 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 e-voting 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:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8digit 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'.
 - 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:
- 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.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - 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.
 - 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?

- 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.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- 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 csneerajsharma7@gmail.com with a copy marked to evoting@nsdl.co.in. 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in.

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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to cs@somanigroup.com or sotl@somanigroup.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), AADHAAR (self-attested scanned copy of Aadhaar Card) to cs@somanigroup.com or sotl@somanigroup.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.co.in 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.