UTL SOLAR

September 02, 2026

The Manager Listing Department **National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai 400 051 Maharashtra, India Scrip Symbol : UTLSOLAR	The Manager Listing Department **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 Maharashtra, India Scrip Code: 544613

Subject: Notice convening the 09th Annual General Meeting ("AGM") of the Company

This is to inform that the 09th Annual General Meeting ("AGM") of Fujiyama Power Systems Limited ('the Company') will be held on **Friday, September 25, 2026 at 04:30 P.M.** (IST), through Video Conferencing/Other Audio Visual Means ("VC/OAVM"). In compliance with the provisions of Regulation 30 read with Para A Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby enclosing the Notice of the 09th Annual General Meeting of the Company.

The Notice is being dispatched by permitted modes to those Members whose email addresses are registered with the Company/Depositories/ RTA. The same will also be available at the Company's website.

The Company has fixed, **Friday, September 18, 2026** as the **"Cut-off Date"** for the purpose of determining the Members eligible to attend the AGM and vote on the resolutions set out in the Notice. The Company has engaged MUFG Intime India Private Limited to provide remote e-Voting facility and e-Voting facility during the AGM.

The remote e-Voting period will commence on **Tuesday, September 22, 2026 (9:00 A.M. IST)** and will end on **Thursday, September 24, 2026 (5:00 P.M. IST)**.

The above details will also be available on the website of the Company at https://www.utlsolarfujiyama.com/investor-relations/company-reports-documents/

Kindly take the same on record. Thanking you,

Yours Sincerely,

For Fujiyama Power Systems Limited
(Formerly Fujiyama Power Systems Private Limited)

MAYURI GUPTA Digitally signed by MAYURI GUPTA Date: 2026.09.02 15:31:50 +05'30'

Mayuri Gupta
Company Secretary and Compliance Officer
M No.: A75210

Encl: As Above

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 09TH ANNUAL GENERAL MEETING OF THE MEMBERS OF FUJIYAMA POWER SYSTEMS LIMITED (FORMERLY FUJIYAMA POWER SYSTEMS PRIVATE LIMITED) WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY AT 53A/6, NEAR NDPL GRID OFFICE, NEAR METRO STATION, INDUSTRIAL AREA, SAT GURU RAM SINGH MARG, DELHI, 110015 ON FRIDAY, THE 25TH DAY OF SEPTEMBER 2026 AT 04:30 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON**

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

"RESOLVED THAT the Audited Financial Statements of the Company including the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss, the Cash Flow Statement for the financial year ended on 31st March, 2026, notes to financial statements and the Reports of the Auditors and the Board of Directors thereon, be and are hereby received, considered and adopted."

2. **TO CONSIDER THE RE-APPOINTMENT OF MR. SUNIL KUMAR, DIRECTOR (DIN: 09824459) WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AS A DIRECTOR**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Sunil Kumar (DIN: 09824459), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, being liable to retire by rotation."

SPECIAL BUSINESS

3. **APPOINTMENT OF M/S RAGHAV BANSAL & ASSOCIATES AS THE SECRETARIAL AUDITORS OF THE COMPANY**

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

FUJIYAMA POWER SYSTEMS LIMITED
(Formerly Fujiyama Power Systems Private Limited)
53A/6, Near NDPL Grid Office, Near Metro Station, Industrial Area,
Sat Guru Ram Singh Marg, Delhi - 110015, India
CIN - L31909DL2017PLC326513, GST No - 07AADCF2634F1ZY
Ph : +91 9968309514, 9968309517, E-mail: investor@utlsolarfujiyama.com

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and the circulars and guidelines issued thereunder, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the Members be and is hereby accorded for the appointment of **M/s Raghav Bansal & Associates, Company Secretaries** (Firm Registration No: S2015DE314700), a peer reviewed firm of Company Secretaries in Practice bearing Peer Review Certificate No. 3055/2023, as Secretarial Auditor of the Company for a term of **five consecutive financial years, commencing from Financial Year 2026-27 till Financial Year 2030-31** at a remuneration of as may be determined and fixed by the Board of Directors of the Company (including any committees thereof), plus applicable taxes and reimbursement of reasonable out-of-pocket expenses, for the financial year 2026-27, on such other terms and conditions as may be determined by the Board of Directors (including its committees thereof).

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, be and is hereby authorised, based on the recommendation of the Audit Committee, to determine and to finalise the terms and conditions of appointment including remuneration payable to the secretarial auditor for the balance period of the tenure.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

4. FIXATION OF REMUNERATION TO THE COST AUDITORS

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Audit Committee and approval of the Board of Directors, the remuneration payable to M/s Chandrabhushan Kumar & Co., Cost Accountants (Firm Registration Number: 002885), who have been appointed as the Cost Auditors of the Company by the Board of Directors on the recommendations of the Audit Committee of the Company for the Financial Year 2026-27 at a remuneration of Rs. 40,000 (Rupees Forty Thousand only) per annum plus taxes, inclusive of reimbursement of out-of-pocket expenses, be and is hereby confirmed and ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, be and is hereby authorised to perform and execute all such deeds, matters and things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected or incidental thereto.

5. **ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY**

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 **("Act"),** read with the rules made thereunder, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**),, and other applicable laws, regulations and guidelines, as amended from time to time, and subject to such approvals, consents, permissions and sanctions as may be required, the Articles of Association of the Company be and are hereby altered by deleting the existing Article XXIV(1) and substituting it with the following provision:

"XXIV(1): Unless otherwise expressly provided in the Act, not less than two-thirds of the total number of Directors of the Company shall be persons whose period of office is liable to determination by retirement of Directors by rotation and shall be appointed by the Company in general meeting. At every Annual General Meeting of the Company, one-third of such Directors for the time being liable to retire by rotation or, if their number is neither three nor a multiple of three, then the number nearest to one-third, shall retire from office and shall be eligible for re-election."

RESOLVED FURTHER THAT the Articles of Association of the Company be and are hereby amended and adopted accordingly.

RESOLVED FURTHER THAT the Joint Managing Director(s) and the Company Secretary of the Company be and are hereby severally authorised to undertake all such acts, deeds, matters and things as may be necessary, desirable or expedient in connection with the proposed alteration of the Articles of Association of the Company, including making necessary filings with the Registrar of Companies, stock exchanges and other statutory/regulatory authorities, as may be required, and to settle any question, difficulty or doubt that may arise in this regard, in order to give effect to this resolution."

6. **TO FIX THE FEES PAYABLE BY A MEMBER FOR SERVICE OF DOCUMENTS THROUGH A PARTICULAR MODE UNDER SECTION 20 OF THE COMPANIES ACT, 2013**

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

"RESOLVED THAT pursuant to the provisions of Section 20 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, consent of the Members of the Company be and is hereby accorded to the Company for serving and delivering documents to the Members and other persons entitled thereto in such manner as may be permitted under the Act.

"RESOLVED THAT pursuant to the provisions of Section 20(2) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with rules made thereunder as amended from time to time, consent of the Members be and is hereby accorded to the Company for charging from the Members, in advance, the requisite amount towards the expenses incurred for delivery of documents through the requested mode of service, including courier or other permitted modes, as may be applicable from time to time.

RESOLVED FURTHER THAT where a Member requests delivery of any document, notice, financial statement, annual report or other communication through **Speed Post**, the Member shall pay the actual charges incurred by the Company for such service, together with applicable taxes, if any, and the Company will dispatch such document through the requested mode upon receipt of the requisite amount.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient for giving effect to this resolution, including prescribing the manner and timeline for receipt of such payment and issuing necessary communications in this regard."

For Fujiyama Power Systems Limited
(formerly Fujiyama Power Systems Private Limited)

Sd/-
Mayuri Gupta
Company Secretary & Compliance Officer
M. No.: A75210

Date: August 24, 2026
Place: New Delhi

Notes

1. The Ministry of Corporate Affairs ("MCA") vide its initial General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, and General Circular No. 03/2025 dated September 22, 2025, being the latest and such other relevant circulars issued from time to time in between (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, being the latest and other applicable circulars issued in this regard (collectively referred to as the "SEBI Circular s") have permitted companies to conduct Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of Members at a common venue, subject to compliance with the framework prescribed under the MCA Circulars, SEBI Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). Accordingly, the 09th AGM of the Company is scheduled to be held through VC/ OAVM. The proceedings of the AGM will be deemed to be conducted at the 53A/6, Near NDPL Grid Office, Near Metro Station, Industrial Area, Sat Guru Ram Singh Marg, Delhi, 110015 i.e. Registered Office of the Company.

2. The Explanatory Statement pursuant to Section 102(1) of the Act setting out material facts in respect of the business under Item No. 3 to 6 set out above and relevant details in respect of the Director seeking re-appointment at this AGM, as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ('ICSI'), are annexed hereto. The recommendation of the Board of Directors of the Company in terms of Regulation 17(11) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also provided in the said Statement.

3. Since this AGM is being held through VC/OAVM, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. The route map for the AGM venue is also not required.

However, pursuant to Section 113 of the Companies Act 2013 ('Act') and the rules made thereunder, the Members who are body corporate(s) are entitled to appoint their authorised representatives to attend the AGM through VC/ OAVM and participate and cast their votes through remote e-voting and e-voting during the AGM.

4. Institutional Investors, who are Members of the Company, are encouraged to attend this AGM through VC/OAVM facility and vote through remote e-Voting facility. Institutional Investors and Corporate Members intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution/ Authority Letter/Power of Attorney to the Scrutiniser by email through its registered email at csraghavbansal@gmail.com and Company's Registrar & Transfer Agent ("RTA"), MUFG Intime India Private Limited at enotices@in.mpms.mufg.com and Mayuri Gupta, Company Secretary at investor@utlsolarfujiyama.com.

5. Members attending the AGM through VC/ OAVM (including Members present through authorised representatives) shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. During the AGM, the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the register of contracts or arrangements in which Directors are interested under section 189 of the Act, the Certificate from Secretarial Auditor of the Company certifying that the ESOP Schemes of the Company are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any amendment thereof and the Memorandum and Articles of Association of the Company shall be available for inspection during the AGM. All documents referred to in the Notice will also be available for electronic inspection from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents may send their request to the Company at: investor@utlsolarfujiyama.com.

7. In compliance with the aforementioned MCA Circulars and Regulation 36(1)(a) of the SEBI Listing Regulations, the Notice of the AGM along with the Annual Report for the financial year 2025-2026 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of AGM and Annual Report for the financial year 2025-26 will also be available on the Company's website https://www.utlsolarfujiyama.com/, and the websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd and BSE Limited. Further, the Notice of the 09th AGM and instruction for e-voting, are being sent to all those shareholder(s) who have not so registered themselves through a letter providing the weblink, including the exact path, where complete details of the Annual Report of the Company is available. Hard copy of the Annual Report will be made available to those shareholders who request for the same.

8. Members holding shares in dematerialised form are requested to notify any change in their address and other relevant details to their respective Depository Participants (**"DPs"**), as applicable.

9. Members are informed that, pursuant to Regulation 30A read with Clause 5A of Para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), the Company is required to disclose to the Stock Exchanges the details of certain agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements.

Accordingly, the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel and employees of the Company or of its holding, subsidiary or associate company, as applicable, who are parties to any such agreement to which the Company is not a party, are requested to inform the Company of such agreement **within two working days** of entering into such agreement or signing an agreement to enter into such agreement.

The Company shall, upon becoming aware of such agreement, make the requisite disclosure to the Stock Exchanges within the timelines prescribed under the SEBI Listing Regulations and applicable SEBI circulars, as amended from time to time.

[Explanation: For the purpose of this clause, the term 'directly or indirectly' includes agreements creating an obligation on the parties to such agreements to ensure that the listed entity shall or shall not act in a particular manner.]

10. Members, who wish to express their views/ ask questions during the AGM, may register themselves as speaker by sending their request mentioning their name, Demat account number/ folio number, email id and mobile number to investor@utlsolarfujiyama.com during the period commencing from Tuesday, September 15, 2026 (from 9:30 A.M.) to Saturday, September 19, 2026 (till 5:00 P.M.)

Only those Members, who have registered themselves as speakers, will be allowed to speak at the meeting. The speakers will be registered on first-come-first-serve basis. The Company reserves the right to restrict the number of speakers in the meeting depending on availability of time.

Members may send their questions in advance mentioning name, Demat account number/folio number, email id and mobile number to investor@utlsolarfujiyama.com The same will be replied by the Company suitably.

Members should allow use of camera and are required to use internet with a good speed to avoid any disturbance in participation in the meeting.

11. The remote e-voting period begins on **Tuesday, September 22, 2026 (09.00 a.m.)** and ends on **Thursday, September 24, 2026 (5.00 p.m.)**. During this period, Members holding shares as on the cut-off date, which shall be the close of business hours on **Friday, September 18, 2026**, may cast their votes electronically. At the end of the remote e-voting period, the said facility shall be blocked, and the e-voting module shall be disabled thereafter.

A person, who receives this notice and who is not a member as on the cut-off date, should treat this Notice for information purposes only.

12. For the purpose of conducting AGM through VC/OVAM, the Company has entered into an agreement with MUFG Intime India Private Limited (previously known as Link Intime India Private Limited) for facilitating voting through electronic means, as the authorised e-voting agency. MUFG Intime India Private Limited will be providing facilities for voting through remote e-voting and e-voting during the AGM. The Company is providing a two-way teleconferencing facility for the ease of participation of the Members.

Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and who holds shares as of the cut-off date, may obtain the login ID and password by sending a request to investor@utlsolarfujiyama.com. However, if he/she is already registered with MUFG Intime India Private Limited for remote e-voting then he/she can use the existing User ID and password for casting vote.

In addition, the facility for voting through electronic voting system will also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-voting will be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting will be eligible to attend the AGM; however, they will not be eligible to vote at the meeting.

Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/ beneficial owner as on the cut-off date, i.e., **Friday, September 18, 2026**. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

A person, whose name is recorded in the Register of Members maintained by the depositories as on the cut-off date, i.e., **Friday, September 18, 2026** shall only be entitled to avail the facility of e-voting.

Members who are holding shares in physical form or who have not registered their email address with the Company/ Depository or any person who acquires shares of the Company and becomes a Member of the Company after the Notice has been sent electronically by the Company, and holds shares as on the cut-off date, i.e. **Friday, September 18, 2026**, such Member may obtain the User ID and password by sending a request at enotices@in.mpms.mufg.com

13. The Board has appointed Mr. Raghav Bansal, Membership No 12328, Certificate of Practice No 14869 as the scrutiniser to scrutinise the remote e-voting process and also the e-voting during the AGM in a fair and transparent manner. The scrutiniser shall, after the conclusion of e-voting at the 09th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting system and shall make a consolidated Scrutiniser’s Report and submit his report to the Chairman or a person authorised by him in writing, within 2 working days from the conclusion of the meeting who shall countersign the same.

14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the annual general meeting. The instructions for e-voting are given below.

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

1. Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “IDeAS Login Section”.
b) Enter IDeAS User ID, Password, Verification code & click on “Log-in”.
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
c) Enter the last 4 digits of your bank account / generate ‘OTP’
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Google Play | App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.

e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.
b) Enter existing username, Password & click on “Login”.
c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website
b) After Successful login, user shall navigate through “e-voting” option.
c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

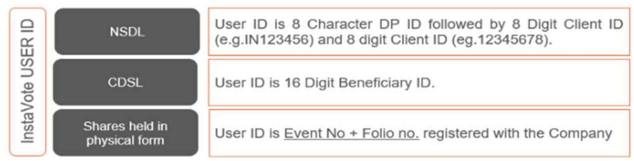
Login method for shareholders holding securities in physical mode/ Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode/ Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

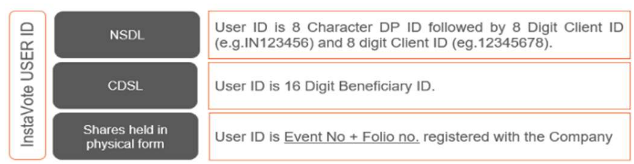
a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.
b) Enter details as under:
   1. User ID: Enter User ID
   2. Password: Enter existing Password
   3. Enter Image Verification (CAPTCHA) Code
   4. Click "Submit".



(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:
   1. User ID: Enter User ID
   2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.



   3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
   4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
   - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
   - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
   - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
   5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
   6. Enter Image Verification (CAPTCHA) Code.
   7. Click "Submit" (You have now registered on InstaVote).
   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon. E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at csraghavbansal@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at investor@utlsolarfujiyama.com

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in
B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu section
C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) 'Investor's Name - Enter Investor's Name as updated with DP.
3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) Click on "Votes Entry" tab under the Menu section.
c) Enter the "Event No." for which you want to cast vote.
   Event No. can be viewed on the home page of InstaVote under "On-going Events".
d) Enter "16-digit Demat Account No.".
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) After successful login, you will see "Notification for e-voting".
c) Select "View" icon for "Company's Name / Event number".
d) E-voting page will appear.
e) Download sample vote file from "Download Sample Vote File" tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at csraghavbansal@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at investor@utlsolarfujiyama.com

HELPDESK:

Shareholders holding securities in physical mode/ Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode/ Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

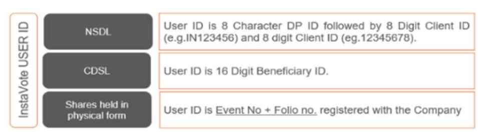
Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in



- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

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

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

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

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on "Login".

b) Select the "Company Name" and register with your following details:

c) Select Check Box - Demat Account No. / Folio No. / PAN

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address i.e. at investor@utlsolarfujiyama.com
b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link "Cast your vote".
b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.
c) Click on 'Submit'.
d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

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

Agenda Item No 3: Appointment of Secretarial Auditor of the Company

Pursuant to the provisions of Regulation 24A of the SEBI Listing Regulations, as amended from time to time, every listed entity shall undertake Secretarial Audit by a Secretarial Auditor who shall be a Peer Reviewed Company Secretary. Further, on the basis of the recommendation of the Board of Directors, a listed entity is required to appoint or re-appoint its Secretarial Auditor with the approval of its Members at the Annual General Meeting.

Accordingly, after evaluating and considering, inter alia, the experience, expertise, competence, professional standing, independence and capability of the proposed Secretarial Auditor, the Board of Directors of the Company at its meeting held on August 13 2026, approved the appointment of **M/s Raghav Bansal & Associates (FRN: S2015DE314700), Company Secretaries in Practice,** as the Secretarial Auditors of the Company, for a term of five consecutive years, commencing from the financial year 2026-27 till the financial year 2030-31, subject to the approval of the Members of the Company.

M/s Raghav Bansal & Associates is a firm of Practicing Company Secretaries and possesses the requisite experience and expertise in the field of company law, securities laws and corporate governance. The firm has confirmed that it is eligible for appointment as the Secretarial Auditor of the Company in accordance with the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and other applicable laws, rules and regulations.

M/s Raghav Bansal & Associates has consented to its appointment as Secretarial Auditor of the Company and has confirmed that it satisfies the applicable eligibility requirements and has not incurred any disqualification for such appointment under the applicable provisions of law.

The remuneration payable to M/s Raghav Bansal & Associates for Secretarial Audit services for the financial year ending March 31, 2027, shall be such remuneration as may be determined and fixed by the Board of Directors of the Company, including its committees thereof, plus applicable taxes and reimbursement of actual out-of-pocket expenses, if any, incurred in connection with the audit. The remuneration for the subsequent financial years during the tenure of appointment shall be determined and fixed by the Board of Directors of the Company, including any committees thereof, based on the recommendation of the Audit Committee, on such terms as may be mutually agreed with the Secretarial Auditor.

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

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3, except to the extent of their shareholding in the Company.

Agenda Item No. 4: Fixation of Remuneration to the Cost Auditor

Pursuant to the provisions of Section 148 of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 (“the Rules”) and other applicable provisions, if any, of the Act and the rules made thereunder, the Company is required to maintain cost records and have such records audited in respect of the products and services covered under the applicable provisions of the said Rules.

Based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 13th August 2026 approved the appointment of M/s Chandrabhushan Kumar & Co., Cost Accountants (Firm Registration Number: 002885), as the Cost Auditor of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2026-27, at a remuneration of Rs. 40,000/- (Rupees Forty Thousand Only), plus applicable taxes and out of pocket expenses at actuals for travelling and boarding/lodging.

M/s Chandrabhushan Kumar & Co., Cost Accountants, have furnished its consent and the requisite certificate(s) regarding its eligibility for appointment as the Cost Auditor of the Company.

In accordance with the provisions of Section 148 of the Act read with the Rules, the remuneration payable to the cost auditor has to be ratified by the Members of the Company. Accordingly, approval of the Members is sought for ratification of the remuneration payable to the Cost Auditor for the financial year 2026-27.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice, except to the extent of their respective shareholding, if any, in the Company.

<u>Agenda Item No 5: Alteration of the Articles of Association of the Company</u>

The existing Articles of Association ("AOA") of the Company contain provisions relating to the appointment, tenure and retirement of Directors by rotation.

The Board of Directors, at its meeting held on **24th August, 2026**, considered and approved the proposal to amend Article XXIV of the Articles of Association of the Company. The existing Article XXIV currently provides that the Joint Managing Director of the Company shall not be liable to retire by rotation, which the Board considered restrictive in nature and likely to limit the flexibility of the Company going forward. Accordingly, the Board approved amending the said Article so as to provide that the Managing Director shall be treated as a Rotational Director and shall be liable to retire by rotation in the same manner as other Directors of the Company liable to retire by rotation, in accordance with Section 152 and other applicable provisions of the Companies Act, 2013. The existing Article XXIV(1) further provides that Joint Managing Director(s) appointed under the Articles shall not be liable to retire by rotation and shall not be included for determining the number of Directors liable to retire by rotation; in order to align the provisions of the Articles with the proposed governance structure of the Company and the applicable provisions of the Act.

Accordingly, it is proposed to substitute the existing provision relating to retirement of Directors by rotation with a revised provision whereby:

> *"XXIV(1): Unless otherwise expressly provided in the Act, not less than two-thirds of the total number of Directors of the Company shall be the persons whose period of office is liable to determination by retirement of Directors by rotation and shall be appointed by the Company in general meeting. At every Annual General Meeting of the Company, one-third of such Directors for the time being liable to retire by rotation or, if their number is neither three nor a multiple of three, then the number nearest to one-third, shall retire from office and shall be eligible for re-election."*

The proposed amendment is intended to ensure that the Joint Managing Director(s), being non-independent Directors, are included in the pool of Directors liable to retire by rotation, subject to the provisions of the Companies Act, 2013, and that the provisions of the AOA appropriately reflect the Company's governance structure.

Pursuant to Section 14 of the Companies Act, 2013, alteration of the Articles of Association of a company requires the approval of the Members by way of a **Special Resolution**.

The proposed alteration is subject to the provisions of the Companies Act, 2013 and other applicable laws and regulations. A copy of the existing AOA and the proposed amended AOA will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the AGM and will also be available electronically upon request.

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

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5, except to the extent of their shareholding in the Company.

Agenda Item No 6: To Fix the Fees Payable by a Member for Service of Documents Through a Particular Mode under Section 20 of the Companies Act, 2013

Section 20 of the Companies Act, 2013 (**"Act"**) read with the applicable rules made thereunder, provides for service of documents by a company through various modes, including electronic means, and other modes as permissible under applicable law.

Pursuant to the proviso to Section 20(2) of the Act, where a Member requests the Company to deliver of any document through a particular mode, the Company may be required to deliver such document through the requested mode upon payment by the Member of such fees as may be determined by the Company in its Annual General Meeting.
The Company has received a written request from a member seeking that all future notices, annual reports, financial statements and other documents or correspondence intended for such member be served only through **Speed Post**, with the entire cost of such service to be borne by the member.

Accordingly, in order to give effect to such request and to comply with the applicable provisions of Section 20 of the Act, approval of the Members is sought to fix and determine the fees payable by a Member requesting delivery of documents through a particular mode of service. In the event a Member requests delivery through Speed Post, the Member shall be required to pay the actual charges incurred by the Company for such service, together with applicable taxes, if any, before dispatch of the relevant document or communication through the requested mode.

The proposed resolution is enabling in nature and is intended to facilitate similar requests that may be received from Members in the future for delivery of documents through a particular mode of service, subject to the terms and conditions approved by the Members and applicable provisions of law.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6, except to the extent of their shareholding in the Company.

For Fujiyama Power Systems Limited
(formerly Fujiyama Power Systems Private Limited)

Sd/-
Mayuri Gupta
Company Secretary & Compliance Officer
M. No.: A75210

Date: August 24, 2026
Place: New Delhi

Notes on Director seeking appointment/re-appointment

As required under regulation 36(3) of the Listing Regulations, 2015 and Secretarial Standards on General Meetings, particulars of the Director who is to be re-appointed are given below:

Name of the Director	Mr. Sunil Kumar
Director Identification Number	09824459
Date of Birth	07/10/1978
Date of first appointment on the Board of Directors	27/11/2024
Qualifications	Bachelor's degree of technology in electrical engineering from Indian Institute of Technology, Delhi
Brief Profile, Experience including nature of expertise in specific functional areas	He has completed his Bachelor of Technology in electrical engineering from the prestigious Indian Institute of Technology, Delhi. Over a software engineering career spanning more than twenty-five years, he has accumulated deep technical expertise in developing advanced software solutions. His past professional achievements include serving in senior engineering and technical leadership roles at global technology giants, most notably Google LLC, Xilinx Inc. and Mentor Graphics and his expertise his developing software solutions.
List of other Directorships including directorships in other listed entities	Nil
Chairmanship/ Membership of Committees in other companies	Nil
Listed entities from which the director has resigned in the past three years	Nil
Relationship with other Directors and Key Managerial Personnel	Related to Mr. Yogesh Dua
No. of shares held in the Company	13,750,000
No. of Board meetings attended during last Financial Year	1(one) out of 9(Nine)
Details of Remuneration paid/ sought to be paid	Nil
Remuneration last drawn by the director	Nil
Terms and conditions of re-appointment	Mr. Sunil Kumar was appointed as Director of the Company w.e.f November 27, 2024, liable to retire by rotation and his appointment was regularised in AGM held on September 06, 2025. This re-appointment is being made in terms of section 152(6) of the Companies Act, 2013.