

BOROSIL®**BOROSIL LIMITED****CIN:** L36100MH2010PLC292722**Registered office:** 1101, 11th Floor, Crescenzo, G-Block, Opp. MCA Club,
Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051**Phone:** 022-6740 6300 **Fax:** 022-6740 6514**Website:** www.borosil.com **Email:** bl.secretarial@borosil.com**POSTAL BALLOT NOTICE**

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]

Dear Members,

NOTICE is hereby given that pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), read with the Circulars issued by the Securities and Exchange Board of India and the Ministry of Corporate Affairs (“**MCA Circulars**”) and other applicable laws, rules and regulations, the resolutions set out below are proposed for the approval by the members of Borosil Limited (the “**Company**”) by means of a postal ballot (“**Postal Ballot**”) through remote electronic voting process (“**remote e-voting**”).

Pursuant to Section 102 and other applicable provisions of the Act read with the Rules, the statement setting out the material facts relating to the resolutions is annexed to this Postal Ballot Notice for your consideration.

In compliance with the provisions of the Act read with the Rules framed thereunder and the SEBI Listing Regulations, the Company is providing the remote e-voting facility to the members of the Company and for this purpose, the Company has engaged the services of National Securities Depository Limited (“**NSDL**”), for providing and facilitating the remote e-voting facility. The instructions for remote e-voting are provided in this Postal Ballot Notice. The votes can be cast during the following voting period:

Commencement of remote e-voting:	9:00 a.m. (IST) on Friday, December 27, 2024
End of remote e-voting:	5:00 p.m. (IST) on Saturday, January 25, 2025*

*E-voting module shall be disabled by NSDL for voting thereafter.

The Board of Directors have appointed Mr. Dhruvil M. Shah, holding Certificate of Practice No. 8978 or failing him, Mr. Dhiraj Ravindra Palav, holding Certificate of Practice No. 26159, of M/s. Dhruvil M. Shah & Co. LLP, Practicing Company Secretaries, as the Scrutiniser for conducting the Postal Ballot only through the remote 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 Scrutiniser, after scrutinising the votes cast through remote e-voting, will make a Scrutiniser’s Report and submit the same to the Chairman of the Company or any person authorised by him. The results along with the Scrutiniser’s Report will be declared in accordance with the applicable

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provisions and will be available on the Company's website at www.borosil.com, websites of the Stock Exchanges, i.e. BSE Limited ('BSE') at www.bseindia.com and National Stock Exchange of India Limited ('NSE') at www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com, being the agency appointed by the Company for remote e-voting facility. The results will simultaneously be displayed at the Registered / Corporate Office of the Company.

SPECIAL BUSINESS:**1. Appointment of Mr. Adarsh Menon (DIN: 10805162) as an Independent Director of the Company**

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

"RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act'), Regulations 16, 17 and 25 and other applicable regulations, if any, of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulations') (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the appointment of Mr. Adarsh Menon (DIN: 10805162), who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, being eligible, as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 3 (three) consecutive years, i.e., from November 13, 2024 up to November 12, 2027, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee or Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company and take all such steps as may be necessary, proper or expedient to give effect to this resolution and all action(s) taken/to be taken by the Company in connection with this resolution, be and are hereby approved, ratified and confirmed in all respects."

2. Re-appointment of Mr. Kewal Handa (DIN: 00056826) as an Independent Director of the Company

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

"RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act'), Regulations 16, 17 and 25 and other applicable regulations, if any, of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the SEBI Listing Regulations') (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Kewal Handa (DIN: 00056826), who holds office as an Independent Director up to February 02, 2025 and who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member, proposing his candidature, for the office of Director, be reappointed as an Independent Director of the

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Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years i.e. from February 3, 2025 up to February 2, 2030.

RESOLVED FURTHER THAT the approval of the members to the re-appointment of Mr. Kewal Handa in terms of this resolution shall be deemed to be their approval in terms of Regulation 17(1A) of the SEBI Listing Regulations for his continuation as an Independent Director of the Company, notwithstanding his attaining the age of seventy-five years.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee or Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company and take all such steps as may be necessary, proper or expedient to give effect to this resolution and all action(s) taken/to be taken by the Company in connection with this resolution, be and are hereby approved, ratified and confirmed in all respects.”

3. Re-appointment of Mr. Kanwar Bir Singh Anand (DIN: 03518282) as an Independent Director of the Company

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

“**RESOLVED THAT** in accordance with the provisions of Sections 149, 150, 152 of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (**‘the Act’**), Regulations 16, 17 and 25 and other applicable regulations, if any, of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘the SEBI Listing Regulations’**) (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Kanwar Bir Singh Anand (DIN: 03518282), who holds office as an Independent Director up to February 02, 2025 and who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member, proposing his candidature, for the office of Director, be reappointed as an Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years i.e. from February 3, 2025 up to February 2, 2030.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee or Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company and take all such steps as may be necessary, proper or expedient to give effect to this resolution and all action(s) taken/to be taken by the Company in connection with this resolution, be and are hereby approved, ratified and confirmed in all respects.”

4. Re-appointment of Mrs. Anupa Sahney (DIN: 00341721) as an Independent Director of the Company

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

“**RESOLVED THAT** in accordance with the provisions of Sections 149, 150, 152 of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (**‘the Act’**), Regulations 16, 17 and 25 and other applicable regulations, if any, of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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(‘the SEBI Listing Regulations’) (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mrs. Anupa Sahney (DIN: 00341721), who holds office as an Independent Director up to February 02, 2025 and who has submitted a declaration that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member, proposing her candidature, for the office of Director, be reappointed as an Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years i.e. from February 3, 2025 up to February 2, 2030.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee or Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company and take all such steps as may be necessary, proper or expedient to give effect to this resolution and all action(s) taken/to be taken by the Company in connection with this resolution, be and are hereby approved, ratified and confirmed in all respects.”

By order of the Board of Directors

Anshu Agarwal
Company Secretary & Compliance Officer
Membership No. FCS-9921

Place: Mumbai

Date: December 26, 2024

Registered Office:

1101, 11th Floor, Crescenzo, G-Block,
Opp. MCA Club, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
CIN: L36100MH2010PLC292722
Phone: 022-6740 6300 **Fax:** 022-6740 6514
Website: www.borosil.com
Email: bl.secretarial@borosil.com

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NOTES:

1. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 (“**Act**”) and Secretarial Standard on General Meetings (“**SS-2**”) setting out material facts relating to the resolutions mentioned in this Postal Ballot Notice is appended herein below.
2. The details under Regulation 36(3) of the SEBI Listing Regulations and Clause 1.2.5 of SS-2, in respect of the person seeking appointment/re-appointment as Director is furnished as **Annexure A and B** to this Postal Ballot Notice.
3. In compliance with the Circulars issued by the Ministry of Corporate Affairs, this Postal Ballot Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by Depositories / Registrar and Transfer Agent as on **Friday, December 20, 2024** (**‘Cut-Off date’**) and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depositories.
4. As per the Circulars issued by the Ministry of Corporate Affairs, physical copies of this Postal Ballot Notice, Postal Ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only.
5. This Postal Ballot notice is available on the Company’s website www.borosil.com and websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of NSDL at www.evoting.nsdl.com. Members not having their email IDs registered are requested to download a copy of this Postal Ballot Notice available on the abovementioned websites.
6. Documents required to be kept open for inspection shall be available for inspection electronically without any fee by the Members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to bl.secretarial@borosil.com mentioning his / her / its folio number / DP ID and Client ID.
7. Dispatch of this Postal Ballot Notice through email shall be announced through an advertisement published in English newspaper with nationwide circulation and vernacular newspaper with wide circulation where the registered office of the Company is situated and shall be hosted on the Company’s website at www.borosil.com.
8. In terms of the SEBI Listing Regulations, the transfer of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, has also mandated that listed companies shall, while processing investor service requests pertaining to the issue of duplicate share certificates, claim from Unclaimed Suspense Account, renewal/ exchange of share certificates, endorsement, sub-division / splitting / consolidation of share certificates, transmission, transposition etc. issue securities only in demat mode. In view of this as also to eliminate all risks associated with physical shares and to get the inherent benefits of dematerialization, Members holding shares in physical form are advised to avail of the facility of dematerialization.
9. Members holding shares in physical mode are requested to register / update KYC details such as PAN (Aadhar linked), Nomination Details (including opt out or cancellation of existing nomination), Contact Details (address with PIN, mobile number and email address), Bank Account Details (bank name, branch name, account number and IFS code) and Specimen Signature, with the Company’s RTA, Link Intime India Private Limited (Unit: Borosil Limited) at C101, 247 Park, LBS Road, Vikhroli (West), Mumbai – 400083. The relevant forms prescribed

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by SEBI for furnishing the above details are made available on the Company's website at www.borosil.com as well as on RTA's website at <https://linkintime.co.in/> For any clarifications / queries with respect to the submission of above mentioned forms, Members may contact the RTA at (022) 4918 6000 or by email on rnt.helpdesk@linkintime.co.in.

10. Members holding shares in dematerialized mode, are requested to register / update KYC details such as PAN (Aadhar linked), Nomination Details, Contact Details (address with PIN, mobile number and email address), Bank Account Details (bank name, branch name, account number and IFS code) and Specimen Signature with the relevant Depository Participant (DP).
11. Any query in relation to the resolutions proposed to be passed through this Postal Ballot may be addressed to Ms. Anshu Agarwal, Company Secretary & Compliance Officer at Email: bl.secretarial@borosil.com. Further, Members may refer the Frequently Asked Questions (FAQs) for query / grievance relating to the remote e-voting and e-voting user manual available under the Downloads section of NSDL's e-voting website – www.evoting.nsdl.com or send a request to Ms. Pallavi Mhatre, Senior Manager - NSDL, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400 051 or send an email to evoting@nsdl.com or call: 022-48867000.

REMOTE E-VOTING:

1. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the Circulars issued by the Ministry of Corporate Affairs, Regulation 44 of the SEBI Listing Regulations read with SEBI Master Circular dated November 11, 2024, as amended ("**SEBI Master Circular**"), and SS-2 (including any amendments thereto), the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically.
2. The Member(s) whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. **Any person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.**
3. The voting rights of members / beneficial owner shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on **Friday, December 20, 2024**, being the Cut-Off date fixed for the purpose.
4. The remote e-voting will **commence on Friday, December 27, 2024 at 09:00 a.m. (IST) and end on Saturday, January 25, 2025 at 05:00 p.m. (IST)**. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change subsequently.
5. A Member cannot exercise his/ her vote by proxy on Postal Ballot.
6. Corporate / Institutional Members are entitled to appoint authorized representatives to vote on their behalf on the resolutions proposed in this Postal Ballot Notice. Institutional / Corporate Members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned, certified copy (PDF / JPG Format) of their Board or governing body's resolution / Power of Attorney / Authority letter, etc., authorising their representative to vote through remote e-voting, to the Scrutinizer through e-mail at dhrumil@dmsah.in and / or RTA at ravindra.utekar@linkintime.co.in and / or the Company at bl.secretarial@borosil.com with a copy marked to evoting@nsdl.com. Alternatively, they can also upload the Board Resolution / Power of Attorney / Authority Letter, etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login in NSDL e-voting system.

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7. The resolutions, if passed by Members with requisite majority, through Postal Ballot shall be deemed to have been passed on the last date of remote e-voting i.e. **Saturday, January 25, 2025**. Further, the resolutions passed by the Members through Postal Ballot are deemed to have been passed at a general meeting.
8. Members of the Company under the category of ‘Institutional Investors’ are encouraged to vote.
9. For individual shareholding holding shares in dematerialised mode, please update your Email-ID and mobile number with your respective Depository Participant, which is mandatory for exercising remote e-voting through Depository.

PROCESS AND MANNER FOR E-VOTING

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 Members holding securities in demat mode

In terms of SEBI Circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members 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 Members holding securities in demat mode is given below:

Type of Members	Login Method
Individual Members holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsd.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. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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

	<p>‘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> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Members holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 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. 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.

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<p>Individual Members (holding securities in demat mode) login through their depository participants</p>	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL site after successful authentication, wherein you can see e-Voting feature. 3. 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 Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual Members 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 Members 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 Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode.

<p><u>How to Log-in to NSDL e-Voting website?</u></p>	
<ol style="list-style-type: none"> 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 e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL e-services 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: 	
<p>Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical</p>	<p>Your User ID is:</p>
<p>a) For Members who hold shares in demat account with NSDL.</p>	<p>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*****.</p>

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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 132519 then user ID is 132519001***

5. Password details for Members other than Individual Members are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, please follow steps mentioned below in process for those Members whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address, etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e- Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and Meeting / postal ballot is in active status.
2. Select "EVEN" of Borosil Limited, which is 132519, to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.

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4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members:

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the download section of www.evoting.nsdl.com or call at 022-4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Limited, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra or send an email to evoting@nsdl.com or call: 022-48867000.

By order of the Board of Directors

Anshu Agarwal
Company Secretary & Compliance Officer
Membership No. FCS-9921

Place: Mumbai

Date: December 26, 2024

Registered Office:

1101, 11th Floor, Crescenzo, G-Block,
Opp. MCA Club, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

CIN: L36100MH2010PLC292722

Phone: 022-6740 6300 **Fax:** 022-6740 6514

Website: www.borosil.com

Email: bl.secretarial@borosil.com

POSTAL BALLOT NOTICE**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 (THE "ACT") READ WITH RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LISTING REGULATIONS") AND SECRETARIAL STANDARD 2 ON GENERAL MEETINGS ("SS-2")****Item No. 1**

The Board of Directors of Borosil Limited ('the Company') currently comprises six members, including two Executive Directors, one Non-Executive Director, and three Independent Directors (one of whom is a Woman Independent Director). The Board possesses a diverse range of skills, including financial expertise, operational management, strategic planning, governance experience, and industry knowledge. To further enhance the Board's effectiveness and drive innovation and growth, it is essential to introduce new perspectives and capabilities. Moreover, following the unfortunate passing of Mr. Naveen Kumar Kshatriya on October 14, 2023, the need to appoint a new Board member has become even more significant.

Accordingly, in accordance with the provisions of Sections 149, 150 and 161 of the Act and the Articles of Association of the Company, the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, at their meeting held on November 13, 2024, had appointed Mr. Adarsh Menon (DIN: 10805162), as an Additional Non-Executive, Independent Director of the Company with effect from November 13, 2024 for 3 (three) consecutive years, not liable to retire by rotation, subject to the approval of the Members of the Company.

Mr. Menon, an MBA from the Faculty of Management Studies, New Delhi, has 23+ years of experience in leading organizations like Hindustan Unilever and Flipkart. He excels in scaling businesses, building strong teams, and developing leaders. His expertise spans both online and offline sectors, with deep insights into Indian consumer behavior and profitable growth opportunities. His strategic vision and leadership skills will be instrumental in guiding the Company towards achieving its long-term objectives.

Mr. Menon possesses the requisite skill sets and expertise viz. leadership / operational experience, strategy & business, general management and marketing. Considering Mr. Menon's rich experience, skills, expertise and competencies, the Nomination and Remuneration Committee and the Board of Directors noted that they were in alignment with the skills and expertise identified for the Company's directors.

His brief profile and other relevant details in accordance with the requirements of Regulation 36(3) of the SEBI Listing Regulations and SS-2 are provided in the **Annexure A** to this Notice.

The Company has received requisite documents from Mr. Menon viz. a) consent to act as a Director; b) confirmation that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act; c) declaration confirming that he meets the criteria of independence as prescribed under the Act and the SEBI Listing Regulations; d) declaration that he has not been debarred from holding the office of Director by virtue of any order passed by the SEBI or any other authority; e) confirmation that he has registered himself in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs; f) confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

In the opinion of the Nomination and Remuneration Committee and the Board of Directors, Mr. Adarsh Menon fulfils the conditions of independence specified in the Act and the SEBI Listing Regulations and he is independent of the management.

Mr. Adarsh Menon holds office up to the date of the next Annual General Meeting or for a period of three months from the date of appointment, whichever is earlier. The Company has received a notice in

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writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director of the Company.

In accordance with the provisions of Section 149 of the Act, Regulations 17(1C) and 25(2A) of the SEBI Listing Regulations, the appointment of Mr. Adarsh Menon as an Independent Director requires the approval of the Members by way of a Special Resolution. Accordingly, the approval of the Members is being sought.

A copy of the letter of appointment issued to Mr. Adarsh Menon setting out the terms and conditions of appointment shall be available for inspection by the Members electronically.

Mr. Adarsh Menon is interested in the resolution as set out at item No. 1 of this Notice. Further, his relatives may be deemed to be interested in the resolution, to the extent of their shareholding, if any, in the Company. Save and except the above, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item No. 1 of this Notice.

The Board recommends the approval by the Members for the appointment of Mr. Adarsh Menon as an Independent Director of the Company. The rationale for the same is as given above.

Item Nos. 2, 3 and 4

Mr. Kewal Handa, Mr. Kanwar Bir Singh Anand and Mrs. Anupa Sahney, were appointed as Independent Directors of the Company for a period of 5 (five) consecutive years w.e.f. February 3, 2020 pursuant to Section 149 of the Companies Act, 2013 (**"the Act"**) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"the SEBI Listing Regulations"**), by the Members of the Company at the 10th Annual General Meeting held on September 29, 2020.

They bring extensive experience in leading well-governed organizations and possess a deep understanding of organizational systems and processes, complex business and regulatory environments, strategic planning, risk management, and emerging local and global trends. They also excel in managing accountability and performance while leveraging digital and information technology across the value chain to provide oversight across all dimensions of the business.

The Nomination and Remuneration Committee noted that the skills, expertise, and competencies of the said Independent Directors align with the requirements identified by the Board for the Company's directors. Based on the Nomination and Remuneration Committee's recommendation, the Board, at its meeting held on November 13, 2024, reviewed the outcome of the performance evaluation of these Independent Directors during their first term. Considering their substantial contributions, valuable skills and capabilities, the Board has recommended their re-appointment for the second term of five consecutive years, commencing from February 3, 2025, and ending on February 2, 2030 (both dates inclusive).

The Company has received written notices from its Members under Section 160(1) of the Act, proposing their candidature for the office of Directors of the Company.

The Company has received requisite documents from all the said Independent Directors viz. a) consent to act as a Director; b) confirmation that they are not disqualified from being appointed as Director in terms of Section 164 of the Act; c) declaration confirming that they continue to meet the criteria of independence as prescribed under the Act and the SEBI Listing Regulations; d) declaration that they are not debarred from holding the office of Director by virtue of any order passed by the SEBI or any other authority; e) confirmation that they have registered themselves in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs; f) confirmation that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact

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their ability to discharge duties as an Independent Director of the Company.

In the opinion of the Nomination and Remuneration Committee and the Board of Directors, the said Independent Directors fulfil the conditions of independence specified in the Act and the SEBI Listing Regulations and they are independent of the management.

A copy of the draft letter of re-appointment to be issued to them, setting out the terms and conditions of their re-appointment shall be available for inspection by the Members electronically.

Their brief profile and the additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and SS-2, is given in the **Annexure B** to this Notice.

In accordance with the provisions of Section 149 read with Schedule IV and other applicable provisions of the Act and in terms of Regulation 25(2A) of the SEBI Listing Regulations, reappointment of Independent Directors requires approval of members of the Company by passing a special resolution. Further, in terms of Regulation 17(1A) of the SEBI Listing Regulations, consent of the Members by way of a Special Resolution is required for the continuation of a Non-Executive Director beyond the age of 75 years. Mr. Kewal Handa will attain the age of 75 on August 22, 2027, during the proposed second term and in view of the same Members' approval through a Special Resolution is required for his continuation as an Independent Director beyond this date.

Accordingly, the approval of members is being sought for reappointment of Mr. Kewal Handa, Mr. Kanwar Bir Singh Anand and Mrs. Anupa Sahney, as Independent Directors of the Company.

Mr. Kewal Handa, Mr. Kanwar Bir Singh Anand and Mrs. Anupa Sahney are interested in the resolution relating to their respective re-appointment. Further, their relatives may be deemed to be interested in the resolutions, to the extent of their shareholding, if any, in the Company. Save and except the above, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at item Nos. 2, 3 and 4 of this Notice.

The Board recommends the special resolutions set out in item No. 2, 3, and 4 of this Notice for Members approval. The rationale for these resolutions is as given above.

By order of the Board of Directors

Anshu Agarwal
Company Secretary & Compliance Officer
Membership No. FCS-9921

Place: Mumbai

Date: December 26, 2024

Registered Office:

1101, 11th Floor, Crescenzo, G-Block,
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Annexure A

Information as required under the Companies Act, 2013 and under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, for appointment of a director is as under:

Name of Director	Mr. Adarsh Menon
Category / Designation	Non-Executive Independent Director
DIN	10805162
Date of Birth / Age	February 02, 1979 ≈ 45 years
Date of first appointment on the Board	November 13, 2024
Resume / Experience and expertise in specific functional areas	Mr. Adarsh Menon is a CXO level executive with over 23 years of experience in blue-chip organizations like Hindustan Unilever & Flipkart. He has a deep experience of building & scaling businesses, building strong, capable & aligned teams, & coaching & grooming strong leaders. His diverse work experience has helped him build skills that are relevant for businesses in both the online & offline spaces, gain insights on how Indian consumers behave across different categories, channels & tap into value chains to identify profit pools that can be leveraged to scale businesses sustainably.
Qualifications	Mr. Adarsh Menon holds an MBA degree in Marketing and HR from the Faculty of Management Studies, New Delhi.
Terms and conditions of appointment	Appointed as an Independent Director for 3 (three) consecutive years i.e. from November 13, 2024 up to November 12, 2027, not liable to retire by rotation.
Remuneration last drawn	Mr. Adarsh Menon was paid sitting fees of Rs.75,000/- (Rupees Seventy-Five Thousand only) for attending the meeting of the Board of Directors held on November 13, 2024
Remuneration proposed to be drawn	Remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and Committees meetings and commission approved by the Board from time to time in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Shareholding (including member as a beneficial owner) in the Company as on the date of this Notice	Nil
Inter-se relationship with other Directors/Key Managerial Personnel (KMP)	He is not related to any Director / KMP of the Company
Number of Board Meetings attended during FY 2024-25 (up to the date of this Notice)	1 out of 1
List of other directorships as on the date of this Notice	None

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Listed Company from which the Director has resigned in the past three years	None
Membership / Chairmanship of Committees of other Boards as on the date of this Notice	None
Skills and capabilities required for the role and the manner in which the Independent Director meets the requirements	Refer to the Explanatory Statement annexed to this Notice

By order of the Board of Directors

Anshu Agarwal
Company Secretary & Compliance Officer
Membership No. FCS-9921

Place: Mumbai

Date: December 26, 2024

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Annexure B

Information as required under the Companies Act, 2013 and under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings, for reappointment of directors is as under:

Name of Director	Mr. Kewal Handa	Mrs. Anupa Sahney	Mr. Kanwar Bir Singh Anand
Category / Designation	Non-Executive Independent Director	Non-Executive Independent Director	Non-Executive Independent Director
DIN	00056826	00341721	03518282
Date of Birth / Age	August 22, 1952 ≈ 72 years	October 19, 1967 ≈ 57 years	August 30, 1955 ≈ 69 years
Date of first appointment on the Board	February 03, 2020	February 03, 2020	February 03, 2020
Resume / Experience and expertise in specific functional areas	Mr. Kewal Handa has diverse experience in Finance, Commercial, Strategy, Business Development, Merger & Acquisition, Banking and Corporate Affairs, in sectors like Engineering, Consumer and Project Finance, in various companies. Mr. Handa was Managing Director of PFIZER Limited. He was also Chairman of Union Bank of India. He was awarded the 'India CFO 2004 – Excellence in Finance in an MNC' by International Market – Assessment Group, the Bharat Shiromani Award in 2007 and the Pharma Leaders - Pharma Professional of the year 2010.	Mrs. Anupa Sahney is the founder of Origami Consultants, a consulting company focusing on change management and strategic advisory work. She started her consulting career with McKinsey & Co. in 1993 and then moved on to do advisory and entry strategy work for international companies such as AIG and Capital One. Mrs. Anupa Sahney is also a member of the Advisory Board for the Harvard South Asia Institute, Harvard School of Public Health – India Research Centre and the BALCO Medical Centre.	Mr. Anand is well-known for his exceptional business skills and for taking balanced risks with adequate contingency plans. In addition to his customer focus, he is known for his innovative qualities. Having joined Asian Paints in June 1979, he was appointed as Managing Director & CEO of Asian Paints in 2012 and he retired in March 2020. He won the Best CEO – private sector at the Forbes Leadership Awards and the Qimpro Gold Standard in business for quality in the past and he has served on several leading boards and has extensive experience in managing board dynamics.
Qualifications	Mr. Kewal Handa is a qualified Management Accountant and Company Secretary along with a Master's Degree in Commerce. He has completed the Pfizer Leadership Development Program from Harvard University and the Senior Management Development Program from IIM, Ahmedabad. He has also completed a certificate course on Marketing Strategy from Columbia Business School, New York.	Mrs. Anupa Sahney holds a bachelor's degree of arts in accountancy, finance and economics from the University of Essex and is also a member of the Institute of Chartered Accountants in England and Wales.	Mr. Anand holds a bachelor of technology degree in mechanical engineering from Indian Institute of Technology, Mumbai and has done post graduate diploma in management from Indian Institute of Management, Kolkata.

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Terms and conditions of re-appointment	As per the resolution set out in this Notice read with the Explanatory Statement.	As per the resolution set out in this Notice read with the Explanatory Statement.	As per the resolution set out in this Notice read with the Explanatory Statement.
Remuneration last drawn (Sittings Fees and Commission)	FY 2023-24: Rs. 27.55 lakh	FY 2023-24: Rs. 26.75 lakh	FY 2023-24: Rs. 26.65 lakh
Remuneration proposed to be drawn	Remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and Committees meetings and commission approved by the Board from time to time in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and Committees meetings and commission approved by the Board from time to time in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and Committees meetings and commission approved by the Board from time to time in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Shareholding (including member as a beneficial owner) in the Company as on the date of this Notice	Nil	Nil	Nil
Inter-se relationship with other Directors/Key Managerial Personnel (KMP)	He is not related to any Director / Key Managerial Personnel	She is not related to any Director / Key Managerial Personnel	He is not related to any Director / Key Managerial Personnel

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Number of Board Meetings attended during FY 2024-25 (up to the date of this Notice)	3 out of 3	3 out of 3	3 out of 3
List of other directorships as on the date of this Notice	<p>Listed Companies:</p> <ol style="list-style-type: none"> 1. Akums Drugs and Pharmaceuticals Limited 2. Borosil Scientific Limited 3. Heubach Colorants India Limited 4. Poonawalla Fincorp Limited <p>Unlisted Companies:</p> <ol style="list-style-type: none"> 1. United Ciigma Institute of Medical Sciences Private Limited 2. Wellness Forever Medicare Limited 3. Salus Lifecare Private Limited 4. Ramkrishna Care Medical Sciences Private Limited 5. Ganga Care Hospital Limited 6. Conexus Social Responsibility Services Private Limited 7. Omsav Pharma Research Private Limited 8. Infiiloom India Private Limited 9. Quality Care India Limited 	<p>Listed Companies:</p> <p>Borosil Scientific Limited</p> <p>Unlisted Companies:</p> <ol style="list-style-type: none"> 1. Goel Scientific Glass Works Limited 2. Organogami Consultants Private Limited 3. Wework India Management Private Limited 	<p>Listed Companies:</p> <ol style="list-style-type: none"> 1. Lupin Limited 2. Tata Chemicals Limited 3. UFO Moviez India Limited 4. Bharat Forge Limited 5. Galaxy Surfactants Limited <p>Unlisted Companies:</p> <ol style="list-style-type: none"> 1. Tata Chemicals Magadi Ltd. Kenya (foreign company) 2. Tata Chemicals International Pte. Ltd. Singapore (foreign company) 3. Galaxy Chemicals (Egypt) S.A.E. (foreign company)
Listed Company from which the Director has resigned in the past three years	<ol style="list-style-type: none"> 1. R M Drip and Sprinklers Systems Limited 2. Greaves Cotton Limited 3. Mukta Arts Limited (Ceased to be Independent Director as a result of completion of his tenure) 	None	Marico Limited

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Membership / Chairmanship of Committees of other Boards (as on the date of this Notice)	Name of the Company			Name of the Company			Name of the Company				
	Name of the Company	Type of Committees	Category	Name of the Company	Type of Committees	Category	Name of the Company	Type of Committees	Category		
	Heubach Colorants India Limited	Audit Committee	Member	Borosil Scientific Limited	Audit Committee	Chairperson	Lupin Limited	Stakeholders Relationship Committee	Chairman		
		Nomination & Remuneration Committee	Member		Nomination and Remuneration Committee	Chairperson		Corporate Social Responsibility Committee	Member		
		Corporate Social Responsibility Committee	Member		Corporate Social Responsibility Committee	Member		Audit Committee	Member		
	Borosil Scientific Limited	Audit Committee	Member		Stakeholders Relationship Committee	Member		UFO Moviez India Limited	Audit and Risk Management Committee	Member	
		Nomination & Remuneration Committee	Member		Risk Management Committee	Member	Nomination and Remuneration Committee		Member		
		Corporate Social Responsibility Committee	Member	Goel Scientific Glass Works Limited	Audit Committee	Chairperson	Corporate Social Responsibility Committee	Member			
	Risk Management Committee	Chairman	Nomination and Remuneration Committee		Chairperson	Galaxy Surfactants Limited	Audit Committee	Member			
	Infilloom India Private Limited	Audit Committee	Chairman				Bharat Forge Limited	Audit Committee	Chairman		
		Risk Management Committee	Chairman					Risk Management Committee	Member	Tata Chemicals Limited	Audit Committee
	Akums Drugs and Pharmaceuticals Limited	Audit Committee	Chairman				Galaxy Surfactants Limited	Nomination and Remuneration Committee	Member		Nomination and Remuneration Committee
		Risk Management Committee	Member							Risk Management Committee	
		Nomination and Remuneration Committee	Member								

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	Wellness Forever Medicare Limited	Audit Committee	Chairman		
		Nomination & Remuneration Committee	Member		
	Ramkrishna Care Medical Sciences Private Limited	Audit Committee	Chairman		
		Nomination & Remuneration Committee	Chairman		
	Ganga Care Hospital Limited	Nomination & Remuneration Committee	Chairman		
		Audit Committee	Member		
	Quality Care India Limited	Audit Committee	Chairman		
		Nomination & Remuneration Committee	Member		
		Corporate Social Responsibility Committee	Member		
	Poonawalla Fincorp Limited	Audit Committee	Chairman		
		Nomination & Remuneration Committee	Member		
	United Ciigma Institute of Medical Sciences Private Limited	Audit Committee	Member		
Nomination & Remuneration Committee		Member			

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Skills and capabilities required for the role and the manner in which the Independent Director meets the requirements	Refer to the Explanatory Statement annexed to this Notice	Refer to the Explanatory Statement annexed to this Notice	Refer to the Explanatory Statement annexed to this Notice
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By order of the Board of Directors

Anshu Agarwal
Company Secretary & Compliance Officer
Membership No. FCS-9921

Place: Mumbai
Date: December 26, 2024

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