

NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING (EGM) (02/2026-27) OF THE MEMBERS OF MAVERICK SIMULATION SOLUTIONS LIMITED (THE "COMPANY") IS SCHEDULED AT SHORTER NOTICE TO BE HELD ON SATURDAY, 3RD DAY OF OCTOBER, 2026 AT 04:00 PM (IST) AT REGISTERED OFFICE AT P.NO-1 TF SECTOR-12-B, DWARKA SEC-6, SOUTH WEST DELHI, DELHI, 110075

TO TRANSACT THE FOLLOWING BUSINESS AS:

SPECIAL BUSINESS**ITEM NO.1: TO OFFER AND ISSUANCE OF EQUITY SHARES BY WAY OF PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS FOR CONSIDERATION OTHER THAN CASH**

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and 55 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**"), read with Rules 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable rules made thereunder, including any statutory modification(s), amendment(s), substitution(s), notification(s), circular(s), clarification(s) or re-enactment(s) thereof for the time being in force, and subject to the provisions of the Memorandum of Association and Articles of Association of the Company and such approvals, consents, permissions and sanctions as may be required from any statutory, regulatory or other authority, consent of the Members of the Company be and are hereby accorded to create, offer, issue and allot, on a preferential basis by way of private placement, the following securities to the respective proposed allottees, for cash and consideration other than cash, on the terms and conditions in the relevant transaction documents placed before the Members:

41,853 (Forty-One Thousand Eight Hundred and Fifty-Three Only) Equity Share of face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Equity Share, including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Equity Share, aggregating to INR. 13,04,97,654/- (Indian Rupees Thirteen Crores Four Lakhs Ninety Seven Thousand Six Hundred and Fifty Four Only)), to Mr. Anuj Chahal (DIN: 02854063), Director of the Company, on a preferential basis by way of private placement, for consideration other than cash towards conversion and discharge of the outstanding loan liability payable by the Company to Mr. Anuj Chahal pursuant to the Loan Agreement dated 03 January 2026, to the extent outstanding and payable as on the date of such conversion and allotment;

RESOLVED FURTHER THAT the Equity Shares proposed to be issued above shall rank pari passu in all respects with the existing Equity Shares of the Company;

RESOLVED FURTHER THAT a copy of the valuation certificate issued by Bizvalis (OPC) Private Limited, a registered valuer having registration no IBBI/RV-E/05/2026/239 and registered address at 1007, Kanak Durga CGHS, Plot No. 26, Sector -12, Dwarka, New Delhi, National Capital Territory of Delhi - 110075, tabled before the meeting, duly initialed by the Chairman for the purpose of identification be and is hereby noted by the members;

RESOLVED FURTHER THAT the draft Private Placement Offer Cum Application Letter in Form PAS-4 along with the application form and other attachments thereto serially numbered and addressed to the allottee, in accordance with Section 42, 55 read with Rule 14 of Companies (Prospectus and Allotment of Securities)

Rules, 2014, and Section 62(1)(c) and other applicable provisions, if any, of the Act as placed before the members be and is hereby approved;

RESOLVED FURTHER THAT any Director of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including signing and issuance of the letter of offer, Letter of allotment, and such other papers/documents as may be necessary in this regard to members of the Company and to file such forms including but not limited to Form MGT-14, Form PAS-3, Form PAS-4 and Form PAS-5 in accordance with the Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions of the Companies Act, 2013, with the Ministry of Corporate affairs and filings with the to the appropriate authorities including the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under (if any) or any other government authority as may be required and to sign and execute documents, forms, applications and writings as may be necessary, proper, desirable or expedite to give effect to these resolutions, do all such acts and deeds that may be required for the purpose of giving effect the above said resolution, authorize such person or persons to give effect to the above resolutions, to liaise with concerned authorities with regard to the same and to settle all such questions, difficulties or doubts that may arise in relation to the offer/issue, allotment and to finalise and execute all documents and writings as may be necessary, proper, desirable, or expedient in implementation of this resolution;

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to issue a certified copy of these resolutions and issue the same to the concerned parties.”

ITEM NO. 2: TO OFFER AND ISSUANCE OF EQUITY SHARES AND SERIES-B COMPULSORY CONVERTIBLE PREFERENCE SHARES (SERIES -B CCPS) BY WAY OF PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS

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

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and 55 and other applicable provisions, if any, of the Companies Act, 2013 (**“Act”**), read with Rules 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable rules made thereunder, including any statutory modification(s), amendment(s), substitution(s), notification(s), circular(s), clarification(s) or re-enactment(s) thereof for the time being in force, and subject to the provisions of the Memorandum of Association and Articles of Association of the Company and such approvals, consents, permissions and sanctions as may be required from any statutory, regulatory or other authority, consent of the Members of the Company be and are hereby accorded to create, offer, issue and allot, on a preferential basis by way of private placement, the following securities to the respective proposed allottees, for cash on the terms and conditions placed before the Members,

Up to 4,02,486 (Four Lakh Two Thousand Four Hundred And Eighty Six Only) Series-B Compulsorily Convertible Preference Shares of face value of INR 10/- each, at an issue price of INR 3,118/- (Three Thousand One Hundred and Eighteen Only) per Series-B CCPS including a securities premium of INR 3,108/- (Three Thousand One Hundred and Eight Only) per Series-B CCPS (**“Series-B CCPS”**) and 10 (Ten Only) Equity Shares of face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Three Thousand One Hundred and Eighteen Only) per Equity Share, including a securities premium of INR 3,108/- (Three Thousand One Hundred and Eight Only) per Equity Share, aggregating to up to INR 1,25,49,82,528/- (One Hundred Twenty Five Crore Forty Nine Lakh Eighty Two Thousand Five Hundred and Twenty Eight Only), to the following identified investors on a preferential basis by way of private placement, on such terms and conditions as set out in **“Annexure-1”** and the Amended and Restated Shareholders agreement and Share

Subscription Agreement executed on September 25, 2026 and placed before the Members and as may be finalised by the Board in accordance with applicable law;

S. No	Name of Proposed Subscribers	Address of Proposed Subscribers	No. of Shares	Face Value	Total Amount (in INR)	Mode of Consideration
1.	Paragon Partners Growth Fund II	Unit 901, Grande Palladium, 175 CST Road, Kalina, Santacruz (E), Mumbai – 400098, Maharashtra, India	2,40,525 Series B CCPS	10	74,99,88,130	Cash
			10 Equity Shares			
2.	VantEdge Partners LLP	1E/5, Jhandewalan Extension, Swami Ram Tirth Nagar, Paharganj police station, New Delhi, Central Delhi - 110055	1,23,475 Series B CCPS	10	38,49,95,050 /- -	Cash
3.	Inviga Healthcare Fund I	WeWork, 43, Residency Rd, Shanthala Nagar, Ashok Nagar, Bengaluru, Karnataka, 560025	38,486 Series B CCPS	10	11,99,99,348/-	Cash
Total			4,02,486 Series B CCPS and 10 Equity Shares		1,25,49,82,528/- (One Hundred Twenty Five Crore Forty Nine Lakhs Eighty Two Thousand Five Hundred and Twenty Eight Only)	

RESOLVED FURTHER THAT the Series-B CCPS shall be issued on the terms and conditions set out in Annexure-I and the Equity Shares proposed to be issued above shall rank pari passu in all respects with the existing Equity Shares of the Company;

RESOLVED FURTHER THAT a copy of the valuation certificate issued by Bizvalis (OPC) PRIVATE Limited, a registered valuer having registration no IBBI/RV-E/05/2026/239 and registered address at 1007, Kanak Durga CGHS, Plot No. 26, Sector -12, Dwarka, New Delhi, National Capital Territory of Delhi - 110075, tabled before the meeting, duly initialed by the Chairman for the purpose of identification be and is hereby noted by the members;

RESOLVED FURTHER THAT the draft Private Placement Offer Cum Application Letter in Form PAS-4 along with the application form and other attachments thereto serially numbered and addressed to the allottee, in accordance with Section 42, 55 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, and Section 62(1)(c) and other applicable provisions, if any, of the Act as placed before the members be and is hereby approved;

RESOLVED FURTHER THAT any Director of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including signing and issuance of the letter of offer, Letter of allotment, and such other papers/ documents as may be necessary in this regard to members of the Company and to file such forms including but not limited to Form MGT-14, Form PAS-3, Form PAS-4 and Form PAS-5 in accordance with the Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions of the Companies Act, 2013, with the Ministry of Corporate affairs and Form FC (as applicable) or any other filings with the to the appropriate authorities including the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under (if any) or any other government authority as may be required and to sign and execute documents, forms, applications and writings as may be necessary, proper, desirable or expedite to give effect to these resolutions, do all such acts and deeds that may be required for the purpose of giving effect the above said resolution, authorize such person or persons to give effect to the above resolutions, to liaise with concerned authorities with regard to the same and to settle all such questions, difficulties or doubts that may arise in relation to the offer/issue, allotment and to finalise and execute all documents and writings as may be necessary, proper, desirable, or expedient in implementation of this resolution;

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to issue a certified copy of these resolutions and issue the same to the concerned parties.”

ITEM NO. 3: TO APPROVE RELATED PARTY TRANSACTION WITH ANUJ CHAHAL

*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 applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder including any statutory modification or re-enactment thereof for the time being in force (the “Act”), the provisions of the Memorandum and Articles of Association of the Company, as amended from time to time, and subject to such other approvals, consents and permissions as may be applicable, consent of the members be and is hereby accorded for acquisition of 100% ordinary shares of M/s Voxel-Man GmbH, incorporated under the provisions of Swiss Company Law and having its registered office at 76, Schulstrasse, Landquart 7302, Switzerland (hereinafter referred to as “**Voxel-Man**”) from Anuj Chahal in two tranches pursuant to the Share Swap Agreement to be executed by and between the Company, Voxel-Man and Anuj Chahal, under which 2% of the ordinary shares of Voxel-Man shall be transferred to the Company in the first tranche and the corresponding 16,677 Equity Shares of face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Equity Share, including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Equity Share aggregating to INR 5,19,98,886 (Indian Rupees Five Crore Nineteen Lakh Ninety Eight Thousand Eight Hundred Eighty Six) shall be issued and allotted to Mr. Anuj Chahal against such transfer, and the remaining 98% of the ordinary shares of Voxel-Man shall be transferred to the Company in the second tranche and the corresponding 8,17,190 Equity Shares of face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Equity Share, including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Equity Share aggregating to INR 254,79,98,420 (Indian Rupees Two Hundred Fifty Four Crore Seventy Nine Lakh Ninety Eight Thousand Four Hundred Twenty) shall be issued and allotted to Mr. Anuj Chahal against such transfer, subject to the terms, conditions, milestones, conditions precedent and other requirements specified in the Share Swap Agreement and applicable law;

RESOLVED FURTHER THAT pursuant to the provisions of Section 2(76) and Section 188 of the Act, read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any modification or re-enactment

thereof), the consent of the members be and is hereby accorded for entering into the Voxel-Man Share Swap Agreement with Anuj Chahal, a related party under the Act, the details of which are summarized below:

Sr. No.	Particulars	Details
1.	Name of the related party and nature of relationship	Mr. Anuj Chahal is a director in Maverick Simulation Solutions Limited and a 100% shareholder of Voxel-man GmBH.
2.	Nature, duration of the contract and particulars of the contract or arrangement	The Share Swap Agreement contains provisions that will govern the transfer of the shares of Voxel-man to the Company and the issuance of the shares of the Company to Voxel-man as consideration in two tranches whereby, (a) 2% of the shareholding of Voxel-man is to be acquired by the Company on the First Tranche for a consideration of INR 5,19,98,886 (Indian Rupees Five Crore Nineteen Lakh Ninety Eight Thousand Eight Hundred Eighty Six) by way of issuance of 16,677 (Sixteen Thousand Six Hundred and Seventy Seven Only) Equity Shares of the Company to Anuj Chahal; and (b) 98% of the shareholding of Voxel-man is to be acquired by the Company on the Second Tranche for a consideration of INR 254,79,98,420/- (Indian Rupees Two Hundred Fifty Four Crore Seventy Nine Lakh Ninety Eight Thousand Four Hundred Twenty Only) by way of issuance of 8,17,190 (Eight Lakh Seventeen Thousand One Hundred and Ninety Only) Equity Shares of the Company to Anuj Chahal. The first tranche is proposed to be completed upon the completion of the relevant conditions precedent and the second tranche is proposed to be completed on or prior to 31st October 2027.
3.	Material terms of the contract or arrangement including the value, if any	The total consideration payable as non-cash consideration by way of issuance of Equity Shares of the Company to Anuj Chahal for the 100% of the ordinary shares of Voxel-man is INR 259,99,97,306/- (Indian Rupees Two Hundred Fifty Nine Crore Ninety-Nine Lakh Ninety Seven Thousand Three Hundred and Six Only).
4.	Any advance paid or received for the contract or arrangement, if any	No advance has been paid or received for the contract or arrangement.

5.	Manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract	As per the valuation report procured from Bizvalis (OPC) Private Limited which was shared with the Board.
6	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	All factors relevant to the contract have been considered.
7.	Any other information relevant or important	Not applicable.

RESOLVED FURTHER THAT the directors be and are hereby authorized to delegate all or any of the powers herein conferred, to any of the directors or any one or more directors or to such other authorised signatories of the Company, as may be deemed necessary to give effect to this resolution.”

ITEM NO. 4: TO OFFER AND ISSUANCE OF EQUITY SHARES BY WAY OF PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS FOR CONSIDERATION OTHER THAN CASH

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

“**RESOLVED THAT** pursuant to the provisions of Sections 42, 62(1)(c) and 55 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Rules 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable rules made thereunder, including any statutory modification(s), amendment(s), substitution(s), notification(s), circular(s), clarification(s) or re-enactment(s) thereof for the time being in force, and subject to the provisions of the Memorandum of Association and Articles of Association of the Company and such approvals, consents, permissions and sanctions as may be required from any statutory, regulatory or other authority, consent of the Members of the Company be and are hereby accorded to create, offer, issue and allot, on a preferential basis by way of private placement, the following securities to the respective proposed allottees, for consideration other than cash, on the terms and conditions in the relevant transaction documents placed before the Members:

8,33,867 (Eight Lakh Thirty-Three Thousand Eight Hundred and Sixty Seven Only) Equity Shares, aggregating to INR 259,99,97,306/- (Indian Rupees Two Hundred Fifty-Nine Crore Ninety-Nine Lakh Ninety Seven Thousand Three Hundred and Six Only), against the acquisition of 100% ordinary shares of M/s Voxel-Man GmbH, incorporated under the provisions of Swiss Company Law and having its registered office at 76, Schulstrasse, Landquart 7302, Switzerland (hereinafter referred to as “**Voxel-Man**”), in two tranches pursuant to the Share Swap Agreement to be executed by the Company, Voxel-Man and the shareholder(s) of Voxel-Man, under which 2% of the ordinary shares of Voxel-Man shall be transferred to the Company in the first tranche and the corresponding 16,677 (Sixteen Thousand Six Hundred and Seventy Seven Only) Equity Shares shall be issued and allotted to Mr. Anuj Chahal against such transfer, and the remaining 98% of the ordinary shares of Voxel-Man shall be transferred to the Company in the second tranche and the corresponding 8,17,190 (Eight Lakh Seventeen Thousand One Hundred and Ninety Only) Equity Shares shall be issued and allotted to Mr. Anuj Chahal against such transfer, subject to the terms, conditions, milestones, conditions precedent and other requirements specified in the Share Swap Agreement and applicable law;

RESOLVED FURTHER THAT the Equity Shares proposed to be issued above shall rank pari passu in all respects with the existing Equity Shares of the Company;

RESOLVED FURTHER THAT a copy of the valuation certificate issued by Bizvalis (OPC) Private Limited , a registered valuer having registration no IBBI/RV-E/05/2026/239and registered address at 1007, Kanak Durga CGHS, Plot No. 26, Sector -12, Dwarka, New Delhi, National Capital Territory of Delhi - 110075, tabled before the meeting, duly initialed by the Chairman for the purpose of identification be and is hereby noted by the members;

RESOLVED FURTHER THAT the draft Private Placement Offer Cum Application Letter in Form PAS-4 along with the application form and other attachments thereto serially numbered and addressed to the allottee, in accordance with Section 42, 55 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, and Section 62(1)(c) and other applicable provisions, if any, of the Act as placed before the members be and is hereby approved;

RESOLVED FURTHER THAT any Director of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary and desirable for such purpose, including signing and issuance of the letter of offer, Letter of allotment, and such other papers/ documents as may be necessary in this regard to members of the Company and to file such forms including but not limited to Form MGT-14, Form PAS-3, Form PAS-4 and Form PAS-5 in accordance with the Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions of the Companies Act, 2013, with the Ministry of Corporate affairs and filings including Form FC and any other applicable forms, with the to the appropriate authorities including the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules, regulations framed there under (if any) or any other government authority as may be required and to sign and execute documents, forms, applications and writings as may be necessary, proper, desirable or expedite to give effect to these resolutions, do all such acts and deeds that may be required for the purpose of giving effect the above said resolution, authorize such person or persons to give effect to the above resolutions, to liaise with concerned authorities with regard to the same and to settle all such questions, difficulties or doubts that may arise in relation to the offer/issue, allotment and to finalise and execute all documents and writings as may be necessary, proper, desirable, or expedient in implementation of this resolution;

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to issue a certified copy of these resolutions and issue the same to the concerned parties.”

ITEM NO.5: TO APPROVE THE APPOINTMENT OF MR. GURNAD S SODHI (DIN:00715598) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, Mr. Gurnad S Sodhi (DIN: 00715598), in respect of whose candidature the Company has received the requisite notice under Section 160 of the Act, and who has submitted a declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for the first term of Five (5) consecutive years with effect from October 03, 2026 up to October 03, 2031;

RESOLVED FURTHER THAT all Directors of the Company, be and are hereby severally authorised on behalf of the Company to do all such acts, deeds and things including filing of the required e-Form DIR 12 or any other

statutory forms with the Ministry of Corporate Affairs with Registrar of Companies, make appropriate entries under register of directors and do all such acts and deed in order to give effect to the above resolution."

ITEM NO.6: TO APPROVE THE APPOINTMENT OF MR. RAJPAL SINGH (DIN:03104073 AS AN INDEPENDENT DIRECTOR OF THE COMPANY)

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, Mr. Rajpal Singh (DIN:03104073), in respect of whose candidature the Company has received the requisite notice under Section 160 of the Act, and who has submitted a declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of Five (5) consecutive years with effect from October 03, 2026 up to October 03, 2031;

RESOLVED FURTHER THAT all Directors of the Company, be and are hereby severally authorised on behalf of the Company to do all such acts, deeds and things including filing of the required e-Form DIR 12 or any other statutory forms with the Ministry of Corporate Affairs with Registrar of Companies, make appropriate entries under register of directors and do all such acts and deed in order to give effect to the above resolution."

ITEM NO. 7: TO APPROVE THE AUTHORISATION OF BORROWING LIMITS

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

"RESOLVED THAT pursuant to Section 180(1)(c) of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the company be hereby accorded to the Board of Directors to borrow money in excess of the aggregate of the paid up share capital, securities premium and free reserves of the Company, provided that the total money to be borrowed, together with the money already borrowed by the company and outstanding at any point of time, apart from temporary loans obtained/ to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of Rs. 8,00,00,00,000/- (Rupees Eight Hundred Crores only);

RESOLVED FURTHER THAT subject to approval of Board of Directors from time to time, any Director of the company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

ITEM NO. 8: TO AMENDMENT OF THE CONVERSION TERMS OF SERIES-A COMPULSORY CONVERTIBLE PREFERENCE SHARES (SERIES-A "CCPS")

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

“RESOLVED THAT pursuant the provisions of Section 48, 55 and other applicable provisions, if any, of the Companies Act, 2013 (**“Act”**) and the rules made thereunder and amended from time to time, the Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be required under applicable law, the consent of Shareholders of the Company be and is hereby accorded to the variation, modification and amendment of the certain conversion terms and conditions attached to the Series-A Compulsorily Convertible Preference Shares (**“Series-A CCPS”**) issued by the Company, in accordance with the terms agreed under the “Amendment to the Shareholders’ Agreement dated 31 January 2025”, executed on 08 June 2026, read with the “Shareholders’ Agreement” dated 31 January 2025, and the “Amendment to the Share Subscription Agreement dated 31 January 2025”, executed on 08 June 2026, read with the Share Subscription Agreement dated 31 January 2025, entered into between the Company, the Promoters and the Investors (collectively, the **“Transaction Documents”**);

RESOLVED FURTHER THAT pursuant to the aforesaid Transaction Documents and in accordance with Section 48 and other applicable provisions of the Act, the existing **Clause 6.1** of the Terms of Issue of the Series-A CCPS be and is hereby substituted with the following Clause 6.1:

“6.1 The Series-A CCPS shall be compulsorily convertible into Equity Shares of the Company at any time at the option and request of the holder(s) of the Series-A CCPS, by delivery of a Series-A CCPS Conversion Notice to the Company in accordance with Clause 6.2 below. The conversion ratio of the Series-A CCPS shall be 1:1.45 (i.e., 100:145) such that for every 100 Series A CCPS, the Company shall allot 145 equity shares of the Company, subject to the terms of issue of the Series-A CCPS, the Transaction Documents and applicable law. In the event the conversion of the Series-A CCPS entitles the holder(s) thereof to any fraction of an Equity Share, such fraction shall be rounded up to the next whole number.”

RESOLVED FURTHER THAT save and except for the aforesaid variation, modification and substitution of Clause 6.1 and the consequential amendments, if any, arising therefrom, all other rights, privileges, preferences, terms and conditions attached to the Series-A CCPS shall remain unchanged and continue to be in full force and effect;

RESOLVED FURTHER THAT the amended and restated Terms of Issue of the Series-A CCPS incorporating the aforesaid amendments, as placed before the meeting and initialled by the Chairperson for the purpose of identification, be and are hereby approved and adopted;

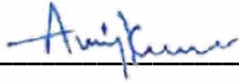
RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of the directors be and are hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient and negotiate/modify / execute/ deliver and / or sign any declarations, notices, letters, forms, agreements, deeds, forms and such other documents as may be necessary in this regard and to resolve and settle any questions and difficulties that may arise in the proposed Amendment to the Series -A CCPS terms;

RESOLVED FURTHER THAT a certified true copy of the foregoing resolutions certified by any director on the board of the Company, be furnished to such other parties as may be necessary and they be requested to act thereon.”

By Order of the Board

For Maverick Simulation Solutions Limited

For MAVERICK SIMULATION SOLUTIONS LTD.



Anuj Chahal

Director

Director

DIN:02854063

**Add: 2402 IIT Engineers Apartment Plot No 12,
Sector 10 Dwarka Delhi India 110075**

Date: 29/09/2026

Place: Delhi

Notes:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto and forms part of this notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, WHO NEED NOT BE A MEMBER OF THE COMPANY, TO ATTEND AND VOTE INSTEAD OF HIMSELF. PROXIES IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE MEETING. THE PROXY FORM IS ANNEXED HERETO.**
3. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed hereto to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.
4. In case of corporate Shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Companies Act, 2013 for such representation may please be forwarded to the Company.
5. Pursuant to Section 20(2) of the Companies Act, 2013 read with Rule 35 of the Companies (Incorporation) Rules, 2014, as amended, companies are permitted to send official documents to their Shareholders electronically.
6. All the documents referred to in the Notice and the Explanatory Statement will be available for inspection by the members at the registered office of the Company between 10:00 a.m. and 06:00 p.m., on all working days from the date hereof up to the date of the meeting.
7. A copy of the Memorandum of Association and Articles of Association of the Company are available for inspection at the registered office of the Company between 10:00 a.m. and 06:00 p.m., on all working days from the date hereof up to the date of the meeting.
8. The Register of Directors and Key Managerial Personnel maintained under Companies Act, 2013 and all other documents referred in this Notice shall remain open for inspection by the members at the registered office of the Company between 10:00 a.m. and 06:00 p.m., on all working days from the date hereof up to the date of the meeting.
9. Notice of EGM shall be sent in accordance with the provisions of the Companies Act, 2013, the notice to members may be given only through emails registered with the Company.
10. Route map and land mark details for the venue of the general meeting are annexed.

By Order of the Board**For Maverick Simulation Solutions Limited**

For MAVERICK SIMULATION SOLUTIONS LTD.



Director

Anuj Chahal**Director****DIN:02854063****Add: 2402 IIT Engineers Apartment Plot No 12,
Sector 10 Dwarka Delhi India 110075****Date: 29/09/2026****Place: Delhi**

Annexure- I**TERMS OF ISSUANCE OF SERIES B CCPS**

The rights attached to the Series B Compulsorily Convertible Preference Shares (Series B CCPS) to be allotted to each of the Investors are as follows and shall be reproduced *mutatis mutandis* in the Articles as well as on the back of the respective share certificates issued to such Investor:

1. **Instrument.** The shares issued and allotted to the Investors under the Share Subscription Agreement are compulsorily convertible preference shares of the Company (the "**Series B CCPS**"). The Series B CCPS shall carry the rights, preferences and privileges set out in this Part A of **Schedule 7**, read with the other provisions of this Agreement.
2. **Face Value and Issue Price.** Each Series B CCPS has a face value of INR 10 (Indian Rupees Ten only) and is issued at an issue price of INR 3,118 (Indian Rupees Three Thousand One Hundred Eighteen) (including premium) per Series B CCPS (the "**Issue Price**"), fully paid-up on allotment.
3. **Tenure.** Each Series B CCPS shall have a tenure of 20 (twenty) years less 1 (one) day from the date of allotment (the "**Tenure**"), being the maximum period permitted for preference shares under Section 55 of the Act read with Rule 9 of the Companies (Share Capital and Debentures) Rules, 2014. Each Series B CCPS shall compulsorily and automatically convert into Equity Shares in accordance with paragraph 7 below on or prior to the expiry of the Tenure.
4. **Dividend.** (a) Each Series B CCPS shall carry a preferential dividend at the rate of 0.001% (zero point zero zero one per cent) per annum on the Issue Price, on a non-cumulative basis (the "**Preferential Dividend**"), payable in priority to any dividend on the Equity Shares and the Series A CCPS. The Preferential Dividend shall be payable only if declared by the Board and approved by the shareholders of the Company in accordance with the Act. (b) Beyond the Preferential Dividend, the Series B CCPS shall not carry any right to participate in the profits or any distribution of profits of the Company, save on conversion under paragraph 7 or on election under paragraph 7(b).
5. **Voting Rights.** (a) The Series B CCPS shall carry the voting rights available to preference shareholders under Section 47(2) of the Act, including the right to vote on: (i) every resolution placed before the Company at a general meeting which directly affects the rights attached to the Series B CCPS; (ii) every resolution for the winding up of the Company; (iii) every resolution for the repayment or reduction of the equity or preference share capital of the Company; and (iv) if the dividend on the Series B CCPS remains unpaid for the aggregate period specified in Section 47(2) of the Act, every resolution placed before the Company at a general meeting; (b) On any resolution on which the Series B CCPS are entitled to vote, the voting entitlement of each holder of Series B CCPS shall be in the proportion that the paid-up preference share capital represented by the Series B CCPS held by such holder bears to the total paid-up capital of the Company entitled to vote on the resolution, in accordance with Section 47(2) of the Act; (c) On the conversion of the Series B CCPS into Equity Shares under paragraph 7, the Equity Shares so issued shall carry full voting rights available to holders of Equity Shares under the Act; (d) The consent rights of the Investors in respect of the Affirmative Vote Matters operate contractually under Clauses 3.9 (*Affirmative Vote Matters*) and 3.10 (*Consequences of Non-Compliance*) and are in addition to the statutory voting rights available to the Series B CCPS under this paragraph 6.

6. **Ranking and Liquidation Preference.** (a) *Ranking.* The Series B CCPS shall rank senior to the Series A CCPS, the Equity Shares and all other Securities of the Company in respect of (i) the payment of the Preferential Dividend, (ii) the payment of the Preference Amount, and (iii) the distribution of proceeds on a Liquidation Event, in each case in accordance with Clause 2.3 (*Ranking of the Securities and Consent of the Shareholders*) and Clause 9 (*Liquidation Preference*). (b) *Liquidation Preference.* On the occurrence of a Liquidation Event, each holder of Series B CCPS shall be entitled to receive, in priority to any distribution to the holders of the Series A CCPS, the Equity Shares or any other Securities, the Preference Amount which shall be the higher of the Subscription Amount or the such portion of the amount which is pro-rata to the shareholding of the Investor on a fully diluted basis determined in accordance with Clause 9 (*Liquidation Preference*), on a non-participating basis.
7. **Conversion.**
- (a) *Conversion Ratio and Conversion Price.* Each Series B CCPS shall be ordinarily convertible into 1 (one) Equity Share at the price which shall be equal to the Issue Price ("**Conversion Price**") subject to the adjustments set out in paragraph 7.
- (b) *Minimum shareholding of the Investors:* The Parties to the SHA expressly acknowledge and agree that the Investors have subscribed to the Series B CCPS relying on the fundamental commercial understanding that the Investors' shareholding in the Company shall not be diluted and be maintained at the Pre-Voxel-man Tranche 1 Percentage or the Pre-Voxel-man Tranche 2 Percentage, as applicable of the total shareholding of the Company on a Fully Diluted Basis calculated immediately following the completion of (i) acquisition of 2% (two percent) of the shareholding of Voxel-man ("**Voxel-man Tranche 1**"), and (ii) acquisition of 98% (Ninety Eight percent) of the shareholding of Voxel-man ("**Voxel-man Tranche 2**") (collectively, the "**Voxel-man Acquisition**"), each in accordance with the Voxel-Man Share Swap Agreement.
- For the purposes of this Schedule, (x) "**Pre-Voxel-man Tranche 1 Percentage**" means the percentage shareholding of the Investors in the Company, collectively and on a Fully Diluted Basis, determined immediately prior to the completion of Voxel-man Tranche 1; and (y) "**Pre-Voxel-man Tranche 2 Percentage**" means the percentage shareholding of the Investors in the Company, collectively and on a Fully Diluted Basis, determined immediately prior to the completion of Voxel-man Tranche 2.
- (c) *Voxel-man Adjustment Mechanics:* In the event that the Company issues and allots any Dilution Instruments to any person pursuant to or in connection with the Voxel-Man Acquisition (as defined hereinafter) the Conversion Price and, consequently, the Conversion Ratio applicable to the Series B CCPS held by the Investors shall stand adjusted in such manner as may be necessary to ensure that, upon conversion of the Series B CCPS, the total number of Equity Shares issued to the Investors corresponds to the number of Equity Shares required to maintain the Investors' collective shareholding in the Company at the (i) the Pre-Voxel-man Tranche 1 Percentage, immediately following the completion of Voxel-man Tranche 1, and (ii) the Pre-Voxel-man Tranche 2 Percentage, immediately following the completion of Voxel-man Tranche 2, in each case on a Fully Diluted Basis.

Such adjustment shall be automatic and shall not require any further act, deed, consent or approval between the Company and the Investors, subject to Applicable Law and any approvals mandatorily required thereunder, provided that if there are any restrictions in implementing the adjustment mechanics under Applicable Law, the Promoters and the Company shall reasonably

co-operate and undertake all actions as may be necessary or expedient to give effect to the spirit of this Paragraph.

- (d) *Conversion Formula:* For the purpose of giving effect to paragraph 7 (c) above, the Conversion Ratio shall be appropriately increased by applying the requisite dilution adjustment factor as set out hereinafter to the initial conversion entitlement of the Investors such that, upon conversion, the Investors' collective shareholding in the Company on a Fully Diluted Basis is maintained at a (i) the Pre-Voxel-man Tranche 1 Percentage, immediately following the completion of Voxel-man Tranche 1, and (ii) the Pre-Voxel-man Tranche 2 Percentage, immediately following the completion of Voxel-man Tranche 2.

To illustrate:

- (i) *If the Series B CCPS are converted post the completion of Voxel-man Tranche 1 wherein the Voxel-man Tranche 1 Shares are purchased for a consideration of INR 5,20,00,000 (Indian Rupees Five Crore Twenty Lakh) but prior to the completion of Voxel-man Tranche 2, the Investors shall be entitled to receive such number of Equity Shares upon conversion of the Series B CCPS such that the Investors' shareholding in the Company post Voxel-man Tranche 1 is maintained at Pre-Voxel-man Tranche 1 Percentage.*
- (ii) *If the Series B CCPS are converted post the completion of Voxel-man Tranche 2 wherein the Voxel-man Tranche 2 Shares are purchased for a consideration of INR 254,80,00,000 (Indian Rupees Two Hundred Fifty Four Crore Eighty Lakh), the Investors shall be entitled to receive such number of Equity Shares upon conversion of the Series B CCPS such that the Investors' shareholding in the Company post Voxel-man Tranche 1 is maintained at Pre-Voxel-man Tranche 2 Percentage.*
- (e) *Optional Conversion.* Each Series B CCPS shall convert into Equity Shares at the option of the holder, in whole or in part, at any time by written notice to the Company (an "**Optional Conversion**"). The Company shall complete the Optional Conversion, including the issue and allotment of the Equity Shares to the holder, within 21 (twenty-one) Business Days of receipt of the notice of Optional Conversion, in accordance with the Act.
- (f) *Compulsory Conversion.* Each Series B CCPS shall compulsorily and automatically convert into Equity Shares, without any further act of the holder, on the earlier of (i) the expiry of the Tenure under paragraph 3, and (ii) in connection with a Qualified IPO, the date immediately prior to the filing of the red herring prospectus or such other date as may be required under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and Applicable Law.
- (g) *Adjustment of the Conversion Price.* The Conversion Ratio shall be adjusted from time to time (i) in accordance with the anti-dilution protection set out in Clause 4.5 (*Anti-Dilution Protection*) read with **Schedule 10 (Anti-Dilution Adjustment)**, on the occurrence of a Dilutive Issuance (other than an Excluded Issuance), and (ii) proportionately for any bonus issue, share split, subdivision, consolidation or other capital reorganisation, so that the economic entitlement of the holder of the Series B CCPS is preserved. For the avoidance of doubt, it is clarified that for the purposes of Clause 4.5 (*Anti-Dilution Protection*) read with Schedule 10 (*Anti-Dilution Adjustment*), the Conversion Ratio shall be the Conversion Ratio prevailing immediately prior to the Dilutive Issuance.

- (h) *Compliance with Applicable Law.* The conversion of the Series B CCPS shall be effected in compliance with all Applicable Laws, including the Act, the Companies (Share Capital and Debentures) Rules, 2014 and, to the extent applicable, the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019.
 - (i) *Issue of Equity Shares on Conversion.* On conversion, the Company shall issue and allot the Equity Shares to the holder as fully paid-up, free of all Encumbrances, and ranking pari passu with the Equity Shares then in issue. The Company shall complete all corporate actions and regulatory filings required under Applicable Law to give effect to the conversion, including the amendment of the register of members of the Company, the filing of the requisite forms with the Registrar of Companies, and (to the extent applicable) the filing of Form FC-GPR under the FEMA (Non-Debt Instruments) Rules, 2019.
 - (j) *Further Assurances.* The Parties shall take and shall procure that the Company takes, all such actions as may be reasonably necessary or expedient to give effect to this paragraph 7 (*Conversion*) in order for the Investors to maintain their shareholding percentage entitlement as set out in this paragraph 7 (as may be adjusted from time to time in accordance with sub-paragraph (g)), including if required issuance of additional Equity Shares or any other Securities which shall be convertible into Equity, at the lowest price permissible under Applicable Law.
- 8. **Transferability.** The Series B CCPS shall be freely transferable in accordance with Clause 5.2 (*Transfer by the Investors*).
- 9. **Variation of Rights.** The rights, preferences and privileges attaching to the Series B CCPS shall not be varied, modified, abrogated or affected, and no Securities ranking senior to or pari passu with the Series B CCPS shall be issued by the Company, without the passing of the requisite resolutions under Section 48 of the Act read with the Articles and Applicable Law.
- 10. **Reorganisation Protection.** On any reorganisation, reclassification, merger, amalgamation, scheme of arrangement, consolidation or similar corporate action of the Company (other than a Liquidation Event), the Series B CCPS shall be exchanged for, converted into or otherwise treated in a manner that preserves the economic entitlement and the rights, preferences and privileges of the holders of the Series B CCPS under this Agreement, subject to the prior written consent of the Investors in accordance with Clause 3.9 (*Affirmative Vote Matters*) of the Agreement and compliance with Applicable Law.

Annexure- II**EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013**

The following Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 sets out all material facts relating to the business mentioned in the accompanying Notice of the Extra-ordinary General Meeting.

ITEM NO.1: TO OFFER AND ISSUANCE OF EQUITY SHARES BY WAY OF PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS FOR CONSIDERATION OTHER THAN CASH

Mr. Anuj Chahal (DIN: 02854063), Director of the Company, has provided an unsecured loan to the Company amounting to INR 13,05,00,350/- (Indian Rupees Thirteen Crore Five Lakh Three Hundred and Fifty only) pursuant to the Loan Agreement dated 03 January 2026.

Accordingly, the Company proposes to issue and allot 41,853 (Forty-One Thousand Eight Hundred and Fifty-Three Only) Equity Shares of face value of INR 10/- each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Equity Share, including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Equity Share, aggregating to INR 13,04,97,654/- (Indian Rupees Thirteen Crore Four Lakh Ninety-Seven Thousand Six Hundred and Fifty-Four only), to Mr. Anuj Chahal, for consideration other than cash, towards conversion and discharge of the outstanding loan liability payable by the Company to him.

The proposed issue is being undertaken on a preferential basis by way of private placement for consideration other than cash.

Accordingly, no amount is proposed to be received in cash by the Company in respect of the aforesaid Equity Shares and the outstanding loan liability shall be discharged to the extent of INR. 13,04,97,654/-, being the consideration represented by the Equity Shares proposed to be issued and allotted.

The Equity Shares proposed to be issued and allotted shall rank pari passu in all respects with the existing Equity Shares of the Company.

As per Section 42, 55 and 62 of the Act read with Rule 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 ('Rules') framed there under, *inter alia*, requires the Company to obtain the prior approval of the Shareholders, by way of a Special Resolution for issuance of Equity Shares.

Accordingly, the approval of the Members is being sought, by way of a Special Resolution, to offer and issue the Equity Shares at premium on private placement basis to Anuj Chahal. Directors seek approval of members for the same.

Disclosures as per Rule 13 sub rule (2) clause (d) of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 (1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as under:

a.	The objects of the issue	The proposed issue of Equity Shares to Mr. Anuj Chahal is being undertaken for conversion and discharge of the outstanding loan liability payable by the Company to him. The proposed issue for consideration other than cash will enable the Company to discharge the relevant liability through issuance of Equity Shares without corresponding cash outflow to the extent of the consideration discharged through such issuance.
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b.	The total number of shares or other securities to be issued	41,853 (Forty-One Thousand Eight Hundred and Fifty-Three Only) Equity Shares for a total consideration of INR 13,04,97,654/- (Indian Rupees Thirteen Crore Four Lakh Ninety-Seven Thousand Six Hundred and Fifty-Four only)		
c.	Manner of issue of shares	Preferential allotment by way of Private Placement under Section 42, 55 and 62(1)(c) of the Act.		
d.	The price or price band at /within which the allotment is proposed	The Equity Shares are issued at the face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Three Thousand One Hundred and Eighteen Only) including a premium of INR 3,108/- (Three Thousand One Hundred and Eight Only) per Share for cons and other than cash.		
e.	Date of passing of Board Resolution	September 17, 2026		
f.	Amount which the Company intends to raise by way of such securities.	Not applicable. The proposed issue and allotment of 41,853 (Forty-One Thousand Eight Hundred and Fifty-Three Only) Equity Shares to Mr. Anuj Chahal is being made entirely for consideration other than cash, comprising conversion of the outstanding loan liability of INR 13,04,97,654/- payable to Mr. Anuj Chahal. Accordingly, the Company is not raising any funds through the issue of these Equity Shares.		
g.	Material terms of issue of securities for consideration other than cash, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities.	Not applicable. Company proposes to issue and allot 41,853 (Forty One Thousand Eight Hundred Fifty Three Only) Equity Shares of face value of INR 10/- each, at an issue price of INR 3,118/- per Equity Share, including a securities premium of INR 3,108/- per Equity Share, to Mr. Anuj Chahal (DIN: 02854063), Director of the Company, on a preferential basis by way of private placement, for consideration other than cash aggregating to INR 13,04,97,654/-, towards conversion and discharge of the outstanding loan liability payable by the Company to Mr. Anuj Chahal pursuant to the Loan Agreement dated 03 January 2026, as amended, supplemented or modified from time to time.		
h.	Basis on which the price has been arrived at along with report of the registered valuer	Discounted Cash Flow		
i.	Relevant date with reference to which the price has been arrived at;	August 19, 2026		
j.	The class or classes of persons to whom the allotment is proposed to be made;	S. No.	Name of proposed Allottees	No. of Shares to be offered

		1	Anuj Chahal (Promoter)	41,853 (Forty-One Thousand Eight Hundred and Fifty-Three) Equity Shares	
k.	Intention of promoters, directors or Key managerial personnel to subscribe to the offer	Mr. Anuj Chahal (DIN: 02854063), Director of the Company, is proposed to be allotted 8,75,709 (Eight Lakhs Seventy Five Thousand Seven Hundred and Nine Only) Equity Shares for consideration other than cash towards (i) conversion and discharge of the outstanding loan liability payable by the Company to him; and (ii) consideration towards acquisition of 100% of the ordinary shares of Voxel-Man pursuant to the Share Swap Agreement. Except as stated above, none of the other Directors or Key Managerial Personnel of the Company intends to subscribe to the proposed issue of securities.			
l.	The proposed time within which the allotment shall be completed;	The allotment shall be completed within the period prescribed under the Companies Act, 2013 and the rules made thereunder after receipt of shareholders' approval and completion of all applicable statutory requirements.			
m.	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them;	S. No.	Name of proposed Allottees	Percentage of post preferential offer capital on fully diluted basis	
		1.	Anuj Chahal	67.82 %	
n.	The change in control, if any, in the Company that would occur consequent to the preferential offer;	No change in management			
o.	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	During the year, the Company allotted 3,53,658 (Three Lakhs Fifty Three Thousand Six Hundred and Fifty Eight Only) Series-A Compulsorily Convertible Preference Shares (“Series-A CCPS”) to the shareholders mentioned below at an issue price of INR 1,640/- (Indian Rupees One Thousand Six Hundred and Forty only) per Series-A CCPS.			

		<table><tr><th>Name of Shareholder</th><th>No. of Series A CCPS</th></tr><tr><td>Anuj Chahal</td><td>1,23,781</td></tr><tr><td>Kanika Chahal</td><td>70,732</td></tr><tr><td>Sunil Tomar</td><td>53,049</td></tr><tr><td>Ram Kumar Verma</td><td>70,731</td></tr><tr><td>Sumit Chahal</td><td>35,365</td></tr></table>	Name of Shareholder	No. of Series A CCPS	Anuj Chahal	1,23,781	Kanika Chahal	70,732	Sunil Tomar	53,049	Ram Kumar Verma	70,731	Sumit Chahal	35,365
Name of Shareholder	No. of Series A CCPS													
Anuj Chahal	1,23,781													
Kanika Chahal	70,732													
Sunil Tomar	53,049													
Ram Kumar Verma	70,731													
Sumit Chahal	35,365													
p.	Expected dilution in the equity share capital upon conversion of preference shares	Not applicable.												
q.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	The Company proposes to allot 41,853 Equity Shares to Mr. Anuj Chahal (DIN: 02854063) for consideration other than cash, towards conversion and discharge of the outstanding loan liability of the Company payable to him pursuant to the Loan Agreement dated 03 January 2026. The allotment against the outstanding loan liability will result in discharge of the corresponding liability of the Company without cash outflow. The value of the non-cash consideration and the corresponding Equity Shares proposed to be allotted have been determined with reference to the valuation report issued by Bizvalis (OPC) PRIVATE Limited, Registered Valuer (Registration No. IBBI/RV-E/05/2026/239), which has been placed before the Members for their consideration.												

The indicative Pre issue and post issue shareholding pattern of the Company is given hereunder:

S. No	Category	Pre-issue		Post-issue	
		No. of shares held	% of shares holding	No. of shares held	% of shares holding
A	Promoters holding				
1.	Indian Promoters				
	Individual	39,78,218	69.45 %	40,20,071	69.67-%
	Bodies Corporate	0	0	0	0

	Sub-total	39,78,218	69.45 %	40,20,071	69.67-%
2.	Foreign Promoters	0	0	0	0
	Sub-total(A)	39,78,218	69.45 %	40,20,071	69.67%
B	Non-Promoters holding				
1.	Institutional Investors	59,938	1.05%	59,938	1.04%
2.	Non-Institutional Investors				
	Private corporate bodies	2,37,000	4.14 %	2,37,000	4.11%
	Directors and relatives	2,59,744	4.53 %	2,59,744	4.50%
	Indian public	10,34,834	18.07 %	10,34,834	17.94%
	Others	15,498	0.27 %	15,498	0.27%
	ESOP	1,42,720	2.49%	1,42,720	2.47%
	Sub-total(B)	17,49,734	30.55%	17,49,734	30.33%
	GRAND TOTAL	57,27,952	100%	57,69,805	100%

Pursuant to Section 42(5) of the Companies Act, 2013, no fresh offer or invitation shall be made until the allotments with respect to any offer or invitation previously made have been completed, or such offer or invitation has been withdrawn or abandoned. Accordingly, the proposed private placement offers shall be made and completed sequentially, and the subsequent offer shall be made only upon completion of the allotment pursuant to the immediately preceding offer, or withdrawal or abandonment thereof, as applicable.

Your Directors therefore recommends the passing of the Resolutions at Item No. 1 of the accompanying Notice for the approval of the Members of the Company to be passed by way of special resolution.

Mr. Anuj Chahal, Director of the Company are interested in this agenda to the extent of their Directorship and shareholding in the Company.

ITEM NO. 2: OFFER AND ISSUANCE OF EQUITY SHARES AND SERIES B COMPULSORY CONVERTIBLE PREFERENCE SHARES (Series B CCPS) BY WAY OF PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS

The Board of Directors of the Company in its duly convened meeting dated September 29,2026, proposed to undertake the following issuances of securities by way of preferential allotment on private placement basis:

The Company proposes to raise capital by issuing up to 4,02,486 (Four Lakhs Two Thousand Four Hundred And Eighty Six Only) Series-B Compulsorily Convertible Preference Shares having a face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Series-B CCPS, including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Series-B CCPS, ("**Series-B CCPS**") and 10 (Ten Only) Equity Shares having a face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Equity Share , including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Equity Share, aggregating to up to INR 1,25,49,82,528/- (Indian Rupees One Hundred Twenty Five Crore Forty-Nine Lakh Eighty Two Thousand Five Hundred and Twenty Eight only), on a preferential basis by way of private placement pursuant to the

terms and conditions set out in the Share Subscription Agreement ("**SSA**") dated September 25, 2026 executed amongst the Company, the Promoters and Paragon Partners Growth Fund II ("**PPGF**") and PPGF Associate (collectively referred to as the "**Investors**"), and the Amended and Restated Shareholders' Agreement ("**SHA**") dated September 25, 2026 executed amongst the Company, the Promoters, Existing Shareholders, PPGF and PPGF Associate (collectively referred to as the "**Investors**") (the SSA and SHA collectively referred to as the "**Transaction Documents**") and Annexure-I to the Notice and as may be finalised by the Board in accordance with applicable law.

The Series-B CCPS are proposed to be issued to the identified investors as set out in the Resolution No. 1, on a preferential basis by way of private placement for cash consideration. The terms and conditions governing the Series-B CCPS, including the terms relating to their conversion into Equity Shares and other rights attached thereto, shall be as set out in the Transaction Documents and Annexure-I to the Notice.

The issue price of the Series B CCPS and the Equity Shares has been determined on the basis of the valuation report issued by Bizvalis (OPC) Private Limited, Registered Valuer, having Registration No. IBBI/RV-E/05/2026/239, using the Discounted Cash Flow Method.

The Equity Shares proposed to be issued and allotted shall rank *pari passu* in all respects with the existing Equity Shares of the Company.

As per Section 42, 55 and 62 of the Act read with Rule 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 ('**Rules**') framed there under, *inter alia*, requires the Company to obtain the prior approval of the Shareholders, by way of a Special Resolution for issuance of Equity Shares and Series B CCPS.

Accordingly, the approval of the Members is being sought, by way of a Special Resolution, to offer and issue the Equity Shares and Series B CCPS at premium on private placement basis to the Series B Investors. Directors seek approval of members for the same.

A statement of disclosures as required under Rule 9(3) of the Companies (Share Capital and Debentures) Rules, 2014 and the terms of issue of the Series B CCPS, are as under:

a)	The size of the issue and number of preference shares to be issued and nominal value of each shares;	Up to 4,02,486 (Four lakhs Two Thousand Four Hundred and Eighty Six Only) Series-B Compulsorily Convertible Preference Shares (" Series-B CCPS ") having a face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Series-B CCPS, including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Series-B CCPS, aggregating to up to INR 1,25,49,51,348/- (Indian Rupees One Hundred Twenty Five Crore Forty-Nine Lakh Fifty One Thousand Three Hundred and Forty Eight only).
b)	The nature of such shares i.e. cumulative or non -cumulative, participating or non - participating, convertible or non – convertible.	Non-Cumulative, Non-Participating and Series B Compulsorily Convertible Preference Shares

c)	The objectives of the issue	The proceeds of the Issue shall be utilised for the growth and expansion of the Company, including inorganic growth, development of its products, services and technology.
d)	The manner of issue of shares	The said Series B CCPS are proposed to be issued on a private placement basis through circulation of private placement offer letter.
e)	The price at which such shares are proposed to be issued	At an issue price of INR 3,118/- (Three Thousand One Hundred and Eighteen Only) per Series-B CCPS, including a securities premium of INR 3,108/- (Three Thousand One Hundred and Eight Only) per Series-B CCPS,
f)	The basis on which the price has been arrived at	The price has been arrived at the report procured by the Company from Bizvalis (OPC) Private Limited , a registered valuer having registration no IBBI/RV-E/05/2026/239and registered address at 1007, Kanak Durga CGHS, Plot No. 26, Sector -12, Dwarka, New Delhi, National Capital Territory of Delhi - 110075 on Discounted Cash Flow (DCF) method.
g)	The terms of issue, including terms and rate of dividend on each share, etc.	The term of issue are provided in the Annexure-I attached.
h)	The terms of redemption, including the tenure of redemption, redemption of shares at premium and if the preference shares are Convertible, the terms of conversion.	The term of conversion are provided in the Annexure-I attached.
i)	The manner and modes of redemption	Not applicable since Series B CCPS are not redeemable.
j)	The current shareholding pattern of the company	Mentioned at Pre and Post shareholding Pattern at (r) below.
k)	The expected dilution in equity share capital upon conversion of preference shares.	Mentioned at Pre and Post shareholding Pattern at (r) below.

Other disclosures as per Rule 13 sub rule (2) clause (d) of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 (1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as under:

a.	The objects of the issue	The proposed issue of Series-B CCPS is being undertaken to raise capital for the business and general corporate purposes of the Company, inorganic growth.
b.	The total number of shares or other securities to be issued	10 (ten) Equity Shares for a total consideration of INR 31,180 (Indian Rupees Thirty One Thousand One Hundred and Eighty); and 4,02,486 (Four lakhs Two Thousand Four Hundred and Eighty Six Only) Series B Compulsory Convertible Preference Shares (Series B CCPS) of the Company
c.	Manner of issue of shares	Preferential allotment by way of Private Placement under Section 42, 55 and 62(1)(c) of the Act.
d.	The price or price band at /within which the allotment is proposed	The Series B CCPS are issued at the face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Three Thousand One Hundred and Eighteen Only) including a premium of INR 3,108/- (Three Thousand One Hundred and Eight Only) per Share for consideration of cash. The Equity Shares are issued at the face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Three Thousand One Hundred and Eighteen Only) including a premium of INR 3,108/- (Three Thousand One Hundred and Eight Only) per Share for cons and other than cash.
e.	Date of passing of Board Resolution	September 29, 2026
f.	Amount which the Company intends to raise by way of such securities.	The Company intends to raise an aggregate amount of up to INR. 1,25,49,82,528/- (Indian Rupees One Hundred Twenty Five Crore Forty-Nine Lakh Eighty Two Thousand Five Hundred and Twenty Eight Only) by way of issue of 4,02,486 Series-B Compulsorily Convertible Preference Shares (" Series-B CCPS ") and 10 Equity Shares at an issue price of INR 3,118/- per Series-B CCPS, for cash consideration.
g.	Material terms of issue of securities for consideration other than cash, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities.	Not applicable.
h.	Basis on which the price has been arrived at along with	Discounted Cash Flow

	report of the registered valuer			
i.	Relevant date with reference to which the price has been arrived at;	August 19, 2026		
j.	The class or classes of persons to whom the allotment is proposed to be made;	S. No.	Name of proposed Allottees	No. of Shares to be offered
		1.	Paragon Partners Growth Fund - II (Alternate Investment Fund)	2,40,525 Series B CCPS and 10 Equity Shares
		2.	VantEdge Partners LLP (Body Corporate)	1,23,475 Series B CCPS
		3.	Inviga Healthcare Fund I (Alternate Investment Fund)	38,486 Series B CCPS
k.	Intention of promoters, directors or Key managerial personnel to subscribe to the offer	The promoters, directors, key managerial personnel shall not participate in this offer.		
l.	The proposed time within which the allotment shall be completed;	The allotment shall be completed within the period prescribed under the Companies Act, 2013 and the rules made thereunder after receipt of shareholders' approval and completion of all applicable statutory requirements.		
m.	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them;	S. No.	Name of proposed Allottees	Percentage of post preferential offer capital on fully diluted basis
		1.	Paragon Partners Growth Fund - II	3.90%
		2.	VantEdge Partners LLP	2.00%
		3.	Inviga Healthcare Fund I	0.62%
n.	The change in control, if any, in the Company that	No change in management		

	would occur consequent to the preferential offer;													
o.	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	During the year, the Company allotted 3,53,658 (Three Lakhs Fifty Three Thousand Six Hundred and Fifty Eight Only) Series-A Compulsorily Convertible Preference Shares ("Series-A CCPS") to the shareholders mentioned below at an issue price of INR 1,640/- (Indian Rupees One Thousand Six Hundred and Forty only) per Series-A CCPS. <table><tr><th>Name of Shareholder</th><th>No. of Series A CCPS</th></tr><tr><td>Anuj Chahal</td><td>1,23,781</td></tr><tr><td>Kanika Chahal</td><td>70,732</td></tr><tr><td>Sunil Tomar</td><td>53,049</td></tr><tr><td>Ram Kumar Verma</td><td>70,731</td></tr><tr><td>Sumit Chahal</td><td>35,365</td></tr></table>	Name of Shareholder	No. of Series A CCPS	Anuj Chahal	1,23,781	Kanika Chahal	70,732	Sunil Tomar	53,049	Ram Kumar Verma	70,731	Sumit Chahal	35,365
Name of Shareholder	No. of Series A CCPS													
Anuj Chahal	1,23,781													
Kanika Chahal	70,732													
Sunil Tomar	53,049													
Ram Kumar Verma	70,731													
Sumit Chahal	35,365													
p.	Expected dilution in the equity share capital upon conversion of preference shares	6.52%												
q.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	Not applicable												

r. The Pre issue and post issue shareholding pattern of the Company is given hereunder:

S. No	Category	Pre-issue		Post-issue	
		No. of shares held	% of shares holding	No. of shares held	% of shares holding
A	Promoters holding				
1.	Indian Promoters				
	Individual	40,20,071	69.67-%	40,20,071	65.13%
	Bodies Corporate	0	0	0	0
	Sub-total	40,20,071	69.67-%	40,20,071	65.13%
2.	Foreign Promoters	0	0	0	0

	Sub-total(A)	40,20,071	69.67%	40,20,071	65.13%
B	Non-Promoters holding				
1.	Institutional Investors	59,938	1.04%	3,38,949	5.49%
2.	Non-Institutional Investors				
	Private corporate bodies	2,37,000	4.11%	3,60,475	5.84%
	Directors and relatives	2,59,744	4.50%	2,59,744	4.21%
	Indian public	10,34,834	17.94%	10,34,834	16.77%
	Others	15,498	0.27%	15,498	0.25%
	ESOP	1,42,720	2.47%	1,42,720	2.31%
	Sub-total(B)	17,49,734	30.33%	2,15,2220	34.87%
	GRAND TOTAL	57,69,805	100%	61,72,291	100%

Pursuant to Section 42(5) of the Companies Act, 2013, no fresh offer or invitation shall be made until the allotments with respect to any offer or invitation previously made have been completed, or such offer or invitation has been withdrawn or abandoned. Accordingly, the proposed private placement offers shall be made and completed sequentially, and the subsequent offer shall be made only upon completion of the allotment pursuant to the immediately preceding offer, or withdrawal or abandonment thereof, as applicable.

Your Directors therefore recommends the passing of the Resolutions at Item No. 2 of the accompanying Notice for the approval of the Members of the Company to be passed by way of special resolution.

None of the Directors/Key Managerial Personnel of the Company/their relatives is in any way concerned or interested financially or otherwise, in the said resolution, except to the extent of their respective shareholding in the Company.

ITEM NO. 3: TO APPROVE RELATED PARTY TRANSACTION WITH ANUJ CHAHAL

Shareholders of the Company are requested to note that Section 188(1) of the Companies Act, 2013, read with the relevant rules, requires any transaction entered into between related parties for 'selling or otherwise disposing of, or buying, property of any kind' amounting to ten percent or more of the net worth of the Company to be approved by the Shareholders of the Company by way of a resolution. The Company proposes to execute a share swap agreement with Anuj Chahal and M/s. Voxel-man GmbH incorporated under the provisions of Swiss Company Law and having its registered office at 76, Schulstrasse, Landquart 7302, Switzerland (hereinafter referred to as "**Voxel-Man**") for purchase of 100% ordinary shares of Voxel-man from Anuj Chahal in two tranches under which 2% of the ordinary shares of Voxel-Man shall be transferred to the Company in the first tranche and the corresponding Equity Shares shall be issued and allotted to Mr. Anuj Chahal against such transfer, and the remaining 98% of the ordinary shares of Voxel-Man shall be transferred to the Company in the second tranche and the corresponding Equity Shares shall be issued and allotted to Mr. Anuj Chahal against such transfer, subject to the terms, conditions, milestones, conditions precedent and other requirements specified in the Share Swap Agreement and applicable law.

The Company and Anuj Chahal, a director of the Company will be related parties.

Accordingly, since acquisition of Voxel-man can be construed as a related party transaction, the approval of the Shareholders of the Company is being sought.

None of the promoter, director, key managerial personnel, or their relatives, directly or indirectly, is concerned or interested in the above resolution, except, Anuj Chahal who is a director in the Company and the sole shareholder of Voxel-man.

In connection with the above, the board of directors recommend the Ordinary Resolution set out in Item No.3 of the notice for approval by the shareholders of the Company.

The disclosures as required in accordance with Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 for Item Number 1 are as follow:

Sr. No.	Particulars	Details of Related Parties
1.	Name of the Related Party	Anuj Chahal
2.	Name of the director or key managerial personnel who is related, if any	Anuj Chahal
3.	Nature of relationship	The Company and Anuj Chahal are related parties as defined under Section 2(76) of the Companies Act, 2013 as Anuj Chahal is a director of the Company.
4.	Nature, material terms, monetary value and particulars of the contract or arrangements	The transaction includes selling or otherwise disposing of, or buying, property of any kind. The transaction is being done for non-cash consideration by way of issuance of Equity Shares of the Company at arm's length pricing aggregating to a consideration of INR. 259,99,97,704.74/- (Indian Rupees Two Hundred Fifty-Nine Crore Ninety-Nine Lakh Ninety Seven Thousand Seven Hundred Four and Seventy Four Paise Only), on the terms to be set out in the Share Swap Agreement.
5.	Any other information relevant or important for the members to take a decision on the proposed resolution.	All relevant or important information forms a part of this Explanatory Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

Your Directors therefore recommends the passing of the Resolutions at Item No. 3 of the accompanying Notice for the approval of the Members of the Company to be passed by way of an ordinary resolution.

Mr. Anuj Chahal , Director of the Company are interested in this agenda to the extent of their Directorship and shareholding in the Company.

ITEM NO. 4: TO OFFER AND ISSUANCE OF EQUITY SHARES BY WAY OF PREFERENTIAL ALLOTMENT ON PRIVATE PLACEMENT BASIS FOR CONSIDERATION OTHER THAN CASH

The Company proposes to acquire 100% of the ordinary shares of M/s Voxel-Man GmbH ("**Voxel-Man**"), incorporated under the applicable laws of Switzerland and having its registered office at 76, Schulstrasse, Landquart 7302, Switzerland, pursuant to the Share Swap Agreement to be executed amongst the Company, Voxel-Man and Anuj Chahal ("**Share Swap Agreement**").

As consideration for the proposed acquisition, the Company proposes to issue and allot 8,33,867 (Eight Lakh Thirty-Three Thousand Eight Hundred and Sixty Seven Only) Equity Shares of face value of INR 10/- each, at an issue price of INR 3,118/- (Indian Rupees Three Thousand One Hundred and Eighteen only) per Equity Share, including a securities premium of INR 3,108/- (Indian Rupees Three Thousand One Hundred and Eight only) per Equity Share, aggregating to INR 259,99,97,306/- (Indian Rupees Two Hundred Fifty-Nine Crore Ninety-Nine Lakh Ninety Seven Thousand Three Hundred and Six Only), to Mr. Anuj Chahal, for consideration other than cash, towards acquisition of 100% of the ordinary shares of Voxel-Man.

The proposed acquisition and corresponding issue and allotment of Equity Shares shall be undertaken in two tranches in accordance with the terms of the Share Swap Agreement. In the first tranche, 2% of the ordinary shares of Voxel-Man shall be transferred to the Company and the corresponding 16,677 (Sixteen Thousand Six Hundred and Seventy Seven Only) Equity Shares shall be issued and allotted to Mr. Anuj Chahal against such transfer. In the second tranche, the remaining 98% of the ordinary shares of Voxel-Man shall be transferred to the Company and the corresponding 8,17,190 (Eight Lakh Seventeen Thousand One Hundred and Ninety Only) Equity Shares shall be issued and allotted to Mr. Anuj Chahal against such transfer, subject to the terms, conditions, milestones, conditions precedent and other requirements specified in the Share Swap Agreement and applicable law.

The proposed issue of Equity Shares is being undertaken on a preferential basis by way of private placement for consideration other than cash, pursuant to the applicable provisions of the Act and the rules made thereunder.

The issue price of the Equity Shares has been determined on the basis of the valuation report(s) obtained from the Registered Valuer and/or Category I Merchant Banker, as applicable, in accordance with applicable law. The valuation report(s) relating to the proposed issue and the non-cash consideration shall be available for inspection by the Members in accordance with applicable law.

The Equity Shares proposed to be issued and allotted shall rank *pari passu* in all respects with the existing Equity Shares of the Company.

As per Section 42, 55 and 62 of the Act read with Rule 9 and 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 ("**Rules**") framed there under, *inter alia*, requires the Company to obtain the prior approval of the Shareholders, by way of a Special Resolution for issuance of Equity Shares.

Accordingly, the approval of the Members is being sought, by way of a Special Resolution, to offer and issue the Equity Shares at premium on private placement basis to Anuj Chahal. Directors seek approval of members for the same.

Disclosures as per Rule 13 sub rule (2) clause (d) of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 (1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are as under:

a.	The objects of the issue	The proposed issue of Equity Shares to Mr. Anuj Chahal is being undertaken for consideration towards acquisition of 100% of the ordinary shares of Voxel-Man pursuant to the Share Swap Agreement . The proposed issue for consideration other than cash will enable the Company to discharge the relevant liability through issuance of Equity Shares without corresponding cash outflow to the extent of the consideration discharged through such issuance.
b.	The total number of shares or other securities to be issued	8,33,867 (Eight Lakh Thirty-Three Thousand Eight Hundred and Sixty Seven Only) Equity Shares for a total consideration of INR 259,99,97,306/- (Indian Rupees Two Hundred Fifty-Nine Crore Ninety-Nine Lakh Ninety Seven Thousand Three Hundred and Six Only).
c.	Manner of issue of shares	Preferential allotment by way of Private Placement under Section 42, 55 and 62(1)(c) of the Act.
d.	The price or price band at /within which the allotment is proposed	The Equity Shares are issued at the face value of INR 10/- (Indian Rupees Ten only) each, at an issue price of INR 3,118/- (Three Thousand One Hundred and Eighteen Only) including a premium of INR 3,108/- (Three Thousand One Hundred and Eight Only) per Share for consideration other than cash.
e.	Date of passing of Board Resolution	September 29, 2026
f.	Amount which the Company intends to raise by way of such securities.	Not applicable. The proposed issue and allotment of 8,33,867 (Eight Lakh Thirty-Three Thousand Eight Hundred and Sixty Seven) Equity Shares to Mr. Anuj Chahal is being made entirely for consideration other than cash, towards acquisition of 100% of the ordinary shares of Voxel-man GmbH. Accordingly, the Company is not raising any funds through the issue of these Equity Shares.
g.	Material terms of issue of securities for consideration other than cash, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities.	Not applicable. Company proposes to issue and allot 8,33,867 (Eight Lakh Thirty-Three Thousand Eight Hundred and Sixty Seven Only) Equity Shares of face value of INR 10/- each, at an issue price of INR 3,118/- per Equity Share, including a securities premium of INR 3,108/- per Equity Share, to Mr. Anuj Chahal (DIN: 02854063), Director of the Company, on a preferential basis by way of private placement, for consideration other than cash aggregating to INR 259,99,97,306/- (Indian Rupees Two Hundred Fifty-Nine Crore Ninety-Nine Lakh Ninety Seven Thousand Three Hundred and Six Only), as consideration towards acquisition by the Company of 100% of the ordinary shares of Voxel-Man GmbH, pursuant to the Share Swap Agreement.
h.	Basis on which the price has been arrived at along with report of the registered valuer	Discounted Cash Flow

i.	Relevant date with reference to which the price has been arrived at;	August 19, 2026			
j.	The class or classes of persons to whom the allotment is proposed to be made;	S. No.	Name of proposed Allottees		No. of Shares to be offered
		1.	Anuj Chahal (Promoter)		8,33,867 (Eight Lakh Thirty-Three Thousand Eight Hundred and Sixty Seven) Equity Shares
k.	Intention of promoters, directors or Key managerial personnel to subscribe to the offer	Mr. Anuj Chahal (DIN: 02854063), Director of the Company, is proposed to be allotted 8,33,867 (Eight Lakhs Thirty Three Thousand Eight Hundred and Sixty Seven Only) Equity Shares for consideration other than cash towards) consideration towards acquisition of 100% of the ordinary shares of Voxel-Man pursuant to the Share Swap Agreement. Except as stated above, none of the other Directors or Key Managerial Personnel of the Company intends to subscribe to the proposed issue of securities.			
l.	The proposed time within which the allotment shall be completed;	The allotment shall be completed within the period prescribed under the Companies Act, 2013 and the rules made thereunder after receipt of shareholders' approval and completion of all applicable statutory requirements.			
m.	The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them;	S. No.	Name of proposed Allottees	Percentage of post preferential offer capital on fully diluted basis post closing of tranche 1	Percentage of post preferential offer capital on fully diluted basis post closing of tranche 2
		1.	Anuj Chahal	63.50 %	67.76%
n.	The change in control, if any, in the Company that would occur consequent to the preferential offer;	No change in management			
o.	The number of persons to whom allotment on preferential basis have	During the year, the Company allotted 3,53,658 (Three Lakhs Fifty Three Thousand Six Hundred And Fifty Eight Only) Series-A Compulsorily Convertible Preference Shares (“Series-A CCPS”) to			

	already been made during the year, in terms of number of securities as well as price	the shareholders mentioned below at an issue price of INR 1,640/- (Indian Rupees One Thousand Six Hundred and Forty only) per Series-A CCPS. <table><tr><th>Name of Shareholder</th><th>No. of Series A CCPS</th></tr><tr><td>Anuj Chahal</td><td>1,23,781</td></tr><tr><td>Kanika Chahal</td><td>70,732</td></tr><tr><td>Sunil Tomar</td><td>53,049</td></tr><tr><td>Ram Kumar Verma</td><td>70,731</td></tr><tr><td>Sumit Chahal</td><td>35,365</td></tr></table>	Name of Shareholder	No. of Series A CCPS	Anuj Chahal	1,23,781	Kanika Chahal	70,732	Sunil Tomar	53,049	Ram Kumar Verma	70,731	Sumit Chahal	35,365
Name of Shareholder	No. of Series A CCPS													
Anuj Chahal	1,23,781													
Kanika Chahal	70,732													
Sunil Tomar	53,049													
Ram Kumar Verma	70,731													
Sumit Chahal	35,365													
p.	Expected dilution in the equity share capital upon conversion of preference shares	Not applicable.												
q.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	The Company proposes to allot 8,33,867 (Eight Lakh Thirty-Three Thousand Eight Hundred and Sixty Seven Only) Equity Shares to Mr. Anuj Chahal (DIN: 02854063) for consideration other than cash, towards acquisition of 100% of the ordinary shares of Voxel-Man pursuant to the Share Swap Agreement. The allotment against acquisition of Voxel-Man GmbH will constitute consideration for acquisition of the said shares by the Company. The value of the non-cash consideration and the corresponding Equity Shares proposed to be allotted have been determined with reference to the valuation report issued by Bizvalis (OPC) Private Limited, Registered Valuer (Registration No. IBBI/RV-E/05/2026/239), which has been placed before the Members for their consideration.												

The indicative Pre issue and post issue shareholding pattern of the Company is given hereunder:

A. Post first tranche issuance:

S. No	Category	Pre-issue		Post-issue	
		No. of shares held	% of shares holding	No. of shares held	% of shares holding
A	Promoters holding				
1.	Indian Promoters				

	Individual	40,20,071	65.13%	40,36,748	65.22%
	Bodies Corporate	0	0	0	0
	Sub-total	40,20,071	65.13%	40,36,748	65.22
2.	Foreign Promoters	0	0	0	0
	Sub-total(A)	40,20,071	65.13%	40,36,748	65.22
B	Non-Promoters holding				
1.	Institutional Investors	3,38,949	5.49%	3,38,949	5.48%
2.	Non-Institutional Investors				
	Private corporate bodies	3,60,475	5.84%	3,60,475	5.82%
	Directors and relatives	2,59,744	4.21%	2,59,744	4.20%
	Indian public	10,34,834	16.77%	10,34,834	16.72%
	Others	15,498	0.25%	15,498	0.25%
	ESOP	1,42,720	2.31%	1,42,720	2.31%
	Sub-total(B)	2,15,2220	34.87%	21,52,220	34.78%
	GRAND TOTAL	61,72,291	100%	61,88,968	100%

**This shareholding table is indicative and does not account for additional equity shares issuable to the Series B CCPS Holders in accordance with the adjustments to the conversion ratio set out in the terms of the Series B CCPS upon completion of the first tranche of the Voxel-man Acquisition.*

B. Post second tranche issuance:

S. No	Category	Pre-issue		Post-issue	
		No. of shares held	% of shares holding	No. of shares held	% of shares holding
A	Promoters holding				
1.	Indian Promoters				
	Individual	40,36,748	65.22%	48,53,938	69.28%
	Bodies Corporate	0	0	0	0
	Sub-total	40,36,748	65.22	48,53,938	69.28%
2.	Foreign Promoters	0	0	0	0
	Sub-total(A)	40,36,748	65.22	48,53,938	69.28%

B	Non-Promoters holding				
1.	Institutional Investors	3,38,949	5.48%	3,38,949	4.84%
2.	Non-Institutional Investors				
	Private corporate bodies	3,60,475	5.82%	3,60,475	5.15%
	Directors and relatives	2,59,744	4.20%	2,59,744	3.71%
	Indian public	10,34,834	16.72%	10,34,834	14.77%
	Others	15,498	0.25%	15,498	0.22%
	ESOP	1,42,720	2.31%	1,42,720	2.04%
	Sub-total(B)	21,52,220	34.78%	21,52,220	30.72%
	GRAND TOTAL	61,88,968	100%	70,06,158	100%

**This shareholding table is indicative and does not account for additional equity shares issuable to the Series B CCPS Holders in accordance with the adjustments to the conversion ratio set out in the terms of the Series B CCPS upon completion of the second tranche of the Voxel-man Acquisition.*

Your Directors therefore recommends the passing of the Resolutions at Item No. 4 of the accompanying Notice for the approval of the Members of the Company to be passed by way of special resolution.

Pursuant to Section 42(5) of the Companies Act, 2013, no fresh offer or invitation shall be made until the allotments with respect to any offer or invitation previously made have been completed, or such offer or invitation has been withdrawn or abandoned. Accordingly, the proposed private placement offers shall be made and completed sequentially, and the subsequent offer shall be made only upon completion of the allotment pursuant to the immediately preceding offer, or withdrawal or abandonment thereof, as applicable.

Mr. Anuj Chahal , Director of the Company are interested in this agenda to the extent of their Directorship and shareholding in the Company.

ITEM NO.5 APPROVE THE APPOINTMENT OF MR. GURNAD S. SODHI (DIN: 00715598)AS AN INDEPENDENT DIRECTORS OF THE COMPANY

The Company has received a notice of candidature under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Gurnad S Sodhi (DIN: 00715598) for appointment as an Independent Director of the Company.

Mr. Gurnad S Sodhi has submitted his consent to act as a Director and has furnished the requisite declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act.

He has also confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Act and has furnished the requisite disclosures and declarations in connection with his proposed appointment.

Mr. Gurnad S Sodhi holds an MBA and DBA from Columbia University and has over four decades of professional experience across marine systems, telecommunications, information technology and management. During his professional career, he has been associated with organisations including ThyssenKrupp Marine Systems, Ferrostaal, Deutsche Telekom, Cable & Wireless, Wang Laboratories and MAI.

Considering his qualifications, professional experience and expertise, the Board is of the view that Mr. Sodhi is suitable for appointment as an Independent Director of the Company and accordingly recommends his appointment for a first term of Five (5) consecutive years.

The Company has received the requisite disclosures, declarations and consent from Mr. Sodhi in relation to his proposed appointment.

Mr. Gurnad S. Sodhi does not hold any Equity Shares of the Company.

Brief profiles and other requisite details of Mr. Gurnad S. Sodhi is provided in the Annexure III to the Notice pursuant to the Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India.

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

None of the Directors/Key Managerial Personnel of the Company/their relatives, is in any way concerned or interested financially or otherwise, in the said resolution, except to the extent of their respective shareholding in the Company.

ITEM NO. 6: TO APPROVE THE APPOINTMENT OF MR. RAJPAL SINGH (DIN:03104073 AS AN INDEPENDENT DIRECTOR OF THE COMPANY)

The Company has received the requisite notice under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Rajpal Singh (DIN: 03104073) for appointment as an Independent Director of the Company.

Mr. Rajpal Singh has submitted his consent to act as a Director and has furnished the requisite declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act. He has also confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Act and has furnished the requisite disclosures and declarations in connection with his proposed appointment.

Mr. Rajpal Singh has extensive professional experience, including 20 years of experience in Accounts and Purchase & Operations, 3 years as an Administrative Officer and 2 years as a Senior Commercial Executive in Limited Companies. He has also served for 10 years as Manager – Accounts and 10 years as Additional Registrar in a private medical and professional courses university.

The Company has received the requisite disclosures, declarations and consent from Mr. Rajpal Singh in relation to his proposed appointment.

Mr. Rajpal Singh does not hold any Equity Shares of the Company.

Brief profiles and other requisite details of Mr. Rajpal Singh (DIN: 03104073) is provided in the Annexure III to the Notice pursuant to the Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India.

The Board recommends the Special Resolution as set out at Item No. 6 of the Notice for approval of the shareholders.

None of the Directors/Key Managerial Personnel of the Company/their relatives, is in any way concerned or interested financially or otherwise, in the said resolution, except to the extent of their respective shareholding in the Company.

ITEM NO. 7: TO APPROVE THE AUTHORISATION OF BORROWING LIMITS UPTO 800 CRORES

Keeping in view the company's long term strategic and business objectives, the Company is in need of additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital, free reserves and securities premium of the Company.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up share capital, free reserves, and securities premium of the Company except with the consent of the members of the Company obtained through Special Resolution in a General Meeting.

In view of the aforesaid, the Board of Directors of the Company at its meeting held on 17th Day of September, 2026 subject to approval of shareholders of the Company, accorded its approval to borrow moneys in excess of the aggregate of the paid up share capital, securities premium and free reserves of the Company, provided that the total money to be borrowed, together with the money already borrowed by the Company and outstanding at any point of time, apart from temporary loans obtained/ to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of INR. 8,00,00,00,000/- (Indian Rupees Eight Hundred crores only).

In view of the aforesaid, it is proposed to take approval under Section 180(1)(c) of the Companies Act, 2013, by way of special resolution, up to a limit of INR. 8,00,00,00,000/- (Indian Rupees Eight Hundred crores only) over and above the aggregate of the paid-up share capital, securities premium and free reserves of the Company.

The Board recommends the Special Resolution as set out at Item No. 7 of the Notice for approval of the shareholders.

None of the Directors/Key Managerial Personnel of the Company/their relatives, is in any way concerned or interested financially or otherwise, in the said resolution, except to the extent of their respective shareholding in the Company.

ITEM NO.8 TO AMENDMENT OF THE CONVERSION TERMS OF SERIES-A COMPULSORY CONVERTIBLE PREFERENCE SHARES (SERIES -A "CCPS").

The Company has issued and allotted Series-A Compulsorily Convertible Preference Shares ("Series-A CCPS") to the Investors in accordance with the terms and conditions agreed between the Company, the Promoters and the Investors and as set out in the relevant transaction documents.

The existing Terms of Issue of the Series-A CCPS, inter alia, provide for an initial conversion ratio of **1:1**, subject to the adjustments provided therein.

The terms relating to the conversion of the Series-A CCPS have been further agreed and documented pursuant to the **Amendment to the Shareholders' Agreement dated 31 January 2025, executed on 08 June 2026**, read with the **Shareholders' Agreement dated 31 January 2025**, and the **Amendment to the Share Subscription Agreement dated 31 January 2025, executed on 08 June 2026**, read with the **Share Subscription Agreement dated 31 January 2025**, entered into amongst the Company, the Promoters and the Investors (collectively, the "Transaction Documents").

Pursuant to the terms agreed under the Transaction Documents, it is proposed to modify certain conversion terms and conditions attached to the Series-A CCPS and, accordingly, to substitute the existing **Clause 6.1** of the Terms of Issue of the Series-A CCPS.

Under the proposed amended terms, the Series-A CCPS shall be convertible into Equity Shares of the Company at any time at the option and request of the holder(s) of the Series-A CCPS, by delivery of a Series-A CCPS Conversion Notice to the Company in accordance with Clause 6.2 of the Terms of Issue.

Further, the conversion ratio of the Series-A CCPS is proposed to be revised from the existing ratio of 1:1 to 1:1.45 (i.e., 100:145), such that for every one hundred (100) Series-A CCPS, the holder(s) shall be entitled to receive one hundred and forty-five (145) fully paid-up Equity Shares of the Company upon conversion, subject to the terms and conditions of issue of the Series-A CCPS, the Transaction Documents and applicable law.

Accordingly, the proposed substituted Clause 6.1 shall read as follows:

"6.1 The Series-A CCPS shall be compulsorily convertible into Equity Shares of the Company at any time at the option and request of the holder(s) of the Series-A CCPS, by delivery of a Series-A CCPS Conversion Notice to the Company in accordance with Clause 6.2 below. The conversion ratio of the Series-A CCPS shall be 1:1.45 (i.e., 100:145) such that for every 100 Series A CCPS, the Company shall allot 145 equity shares of the Company, subject to the terms of issue of the Series-A CCPS, the Transaction Documents and applicable law. In the event the conversion of the Series-A CCPS entitles the holder(s) thereof to any fraction of an Equity Share, such fraction shall be rounded up to the next whole number."

Except for the aforesaid amendment to the conversion terms and such consequential amendments as may be necessary to give effect thereto, all other rights, privileges, preferences, terms and conditions attached to the Series-A CCPS shall remain unchanged and continue to be in full force and effect.

As a result, pursuant to section 48 of Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval by way of passing special resolution.

Accordingly, the Board of Directors of the Company proposes obtaining approval of shareholders by way of special resolution for approving the modification in the terms of CCPS as per the executed agreements.

The executed agreements are open for inspection by the Members at the Registered Office of the Company up to the date of the Meeting and also at the Meeting.

The Board recommends the Special Resolution as set out at Item No. 8 of the Notice for approval of the shareholders.

Mr. Anuj Chahal, Mr. Sunil Tomar and Mrs. Kanika Chahal, Directors of the Company are interested in this agenda to the extent of their Directorship and shareholding in the Company.

By Order of the Board

For Maverick Simulation Solutions Limited

For MAVERICK SIMULATION SOLUTIONS LTD.



Director

Anuj Chahal

Director

DIN:02854063

**Add: 2402 IIT Engineers Apartment Plot No 12,
Sector 10 Dwarka Delhi India 110075**

Date: 29/09/2026

Place: Delhi

Annexure-III

DISCLOSURES PURSUANT TO SECRETARIAL STANDARDS- 2

FOR APPOINTMENT OF INDEPENDENT DIRECTOR

BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT AT THE 2nd EXTRA-ORDINARY GENERAL MEETING PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS

<u>Name of the Director</u>	<u>Gurnad S Sodhi</u>	<u>Rajpal Singh</u>
DIN	00715598	03104073
Date of Birth	21.01.1951	10.07.1951
Date of first Appointment	Not Applicable	Not Applicable
Experience/Expertise in Specific Functional Areas	Dr. Gurnad Singh Sodhi holds a Master of Business Administration (MBA) and a Doctor of Business Administration (DBA) from Columbia University and has over four decades of international leadership experience across marine systems, telecommunications, information technology and management services. He has held senior executive positions with multinational corporations including ThyssenKrupp Marine Systems, Ferrostaal, Deutsche Telekom, Cable & Wireless, Wang Laboratories and MAI, with extensive experience in international business operations across Europe and Asia. His areas of expertise include corporate governance, strategic management, board	Dr. Rajpal Singh has over 20 years of professional experience in the fields of Accounts, Finance, Administration, Commercial Operations and Institutional Management. He has served as Accounts & Purchase Officer, Administrative Officer and Senior Commercial Executive in Limited Companies and has also served as Manager – Accounts for 10 years. Further, he has 10 years of experience as Additional Registrar with a Private University offering Medical and Professional Courses, where he was associated with academic and administrative functions and institutional management.

	leadership, international business development, organisational transformation and management of global business operations. He has also served as an Independent Director on the boards of Insilco Limited and Tandem Inc.	
<i>Qualification(s)</i>	Doctor of Business Administration (DBA)	Bachelor of Science
<i>Directorship in other Companies</i>	None	None
<i>Chairmanship/Membership of Committees (across all public Cos.)</i>	None	None
<i>Shareholding in the Company</i>	Not Applicable	Not Applicable
<i>Relationship with other Directors and KMPs of the Company</i>	Not Related	Not Related
<i>No. of Board Meeting held/ Attended</i>	Not Applicable	Not Applicable
<i>Last Remuneration drawn (per annum)</i>	Not Applicable	Not Applicable

BY ORDER OF THE BOARD
For MAVERICK SIMULATION SOLUTIONS LIMITED

For MAVERICK SIMULATION SOLUTIONS LTD.


Anuj Chahal

Director

Director
DIN: 02854063
Add: – 2402 IIT Engineers Apartment
Plot No 12 Sector 10 Dwarka Delhi
India 110075
Date: 29/09/2026
Place: Delhi

Annexure- IV**EXTRA ORDINARY GENERAL MEETING****ATTENDANCE SLIP**

Name of the Attending Member/Proxy (in Block Letters): _____

DP ID and Client ID/Folio No.: _____

No. of shares: _____

I hereby record my presence at the Extra Ordinary General Meeting of the Company being held on Saturday, 03rd day of October, 2026 at 04:00 pm at its Registered Office at P.No-1 TF Sector-12-B, Dwarka Sec-6, South West Delhi, Delhi, 110075.

.....

Signature of the Attending Member/Proxy/ Authorised Representative

Notes:

1. A Member/Proxy/ Authorised representative attending the meeting must fill in and sign this Attendance Slip and hand it over at the entrance.
2. Member intending to appoint a proxy, should complete the Proxy Form given below and deposit it at the Company's Registered Office before the commencement of the Meeting.

Annexure- V**Form No. MGT-11****Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN:	U26600DL2023PLC419501
Name of the company:	Maverick Simulation Solutions Limited
Registered office:	P.No-1 TF Sector-12-B, Dwarka Sec-6, South West Delhi, Delhi, 110075

Name of the member(s):

Registered address:

Email Id:

Folio No./Client Id:

DP ID:

I/We, being the member (s) of shares of the above named company, hereby appoint

1.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

2.	Name:	
	Address:	
	E-mail Id:	
	Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Saturday, 3rd day of October, 2026 at 04:00 pm. at its Registered Office at P. No-1 TF Sector-12-B, Dwarka Sec-6, South West Delhi, Delhi, 110075 in respect of such resolutions as are indicated below:

Resol ution No.	Particulars
1.	To offer and issuance of Equity Shares by way of preferential allotment on private placement basis for consideration other than cash
2.	To Offer and Issuance of Equity Shares and Series B Compulsory Convertible Preference Shares (" Series B CCPS ") by way of preferential allotment on private placement basis;
3.	To approve Related Party Transaction with Anuj Chahal
4.	To offer and issuance of Equity Shares by way of preferential allotment on private placement basis for consideration other than cash;
5.	To approve the appointment of Mr. Gurnad S Sodhi (DIN: 00715598) as an Independent Director of the Company;
6.	To approve the appointment of Mr. Rajpal Singh (DIN:03104073) as an Independent Director of the Company;
7.	To approval the authorization of borrowing limits; and
8.	To amendment of the conversion terms of Series-A Compulsory Convertible Preference Shares (SERIES -A "CCPS").

Signed this..... day of..... 2026

Signature of shareholder

Signature of Proxy holder(s)

Annexure- VI

Route Map

MAVERICK SIMULATION SOLUTIONS LIMITED

Registered Office: P. No-1 TF Sector-12-B, Dwarka, Dwarka
Sec-6, South West Delhi, Delhi, India, 110075

