NOTICE OF EXTRAORDINARY GENERAL MEETING

Shorter Notice is hereby given that the Extra-Ordinary General Meeting of shareholders of **ECOPMIN TECHNOLOGIES PRIVATE LIMITED ("the Company")** will be held at shorter notice at the registered office of the Company situated at **NO.28 B2, 2ND MAIN ROAD, AMBATTUR INDL ESTATE, TIRUVALLUR, AMBATTUR - 600058** on **SATURDAY 21st NOVEMBER 2026 at 11.A.M** to transact the following special business:

ITEM NO.1

VARIATION OF THE TERMS OF THE ZERO COUPON COMPULSORILY CONVERTIBLE DEBENTURES.

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

"**RESOLVED THAT** pursuant to Sections 62(1)(c) and 71 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof) (the "**Act**"), Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules, the Articles of Association of the Company, and paragraph 8 of the terms and conditions of the 10,000 (ten thousand) Zero Coupon Compulsorily Convertible Debentures of face value Rs.10 (Indian Rupees Ten) each allotted by the Company on 24 August 2020 (the "**Debentures**"), as approved by the members by a special resolution passed at the extraordinary general meeting held on 24 August 2020 (the "**Original Terms**"), and pursuant to the prior written approval of all the holders of the Debentures vide their letters dated 11th November 2026 and the approval of the Board of Directors of the Company (the "**Board**") at its meeting held on 16th November 2026, the consent of the members be and is hereby accorded to vary the Original Terms and replace them in their entirety, with effect from the date of passing of this resolution, with the amended and restated terms set out in **Annexure A** to this notice (the "**Amended Terms**"), which provide, *inter alia*, that:

(a) every 1,000 (one thousand) Debentures shall convert into 1 (one) fully paid-up equity share of face value Rs.10 (Indian Rupees Ten), so that all 10,000 (ten thousand) Debentures convert into not more than 10 (ten) equity shares in aggregate, at a conversion price of Rs.10,000 (Indian Rupees Ten Thousand) per equity share (including a premium of Rs.9,990 (Indian Rupees Nine Thousand Nine Hundred and Ninety)) subject to the valuation of the equity shares of the Company obtained in accordance with applicable law at the time of the conversion;

(b) a holder may convert its Debentures at any time before 23 August 2030 by issuing a written notice to the Company, subject to the approval of the Board;

(c) the provision permitting an extension of the term of the Debentures is deleted, such that all Debentures shall be converted on or before 23 August 2030;

(d) any fractional entitlements arising upon conversion shall be rounded off to the nearest whole number, subject to an overall cap of 10 (ten) equity shares.

RESOLVED FURTHER THAT pursuant to Sections 62(1)(c) and 71(1) of the Act and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, the consent of the members be and is hereby accorded to the Board to issue and allot, upon conversion of the Debentures, in accordance with the Amended Terms, not more than 10 (ten) fully paid-up equity shares of the Company having a face value Rs.10 (Indian Rupees Ten) each, at a premium of Rs. 9,990 (Indian Rupees Nine Thousand Nine Hundred and Ninety) per equity share, to the person(s) holding the Debentures at the time of conversion, without requiring any further approval of the members for such conversion or allotment, including where conversion is undertaken at the option of a holder on or before 23 August 2030;

RESOLVED FURTHER THAT the equity shares allotted upon conversion of the Debentures shall be issued in dematerialised form and shall rank pari passu in all respects with the existing equity shares of the Company;

RESOLVED FURTHER THAT each of the Director of the Company, be and are hereby severally authorised to sign and file all the necessary forms and other necessary documents as may be required by statutory authorities including Form MGT-14 with the Registrar of Companies, and to do all such acts, deeds, matters and things as may be necessary to give effect to these resolutions."

ITEM NO.2

TO INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN MEMORANDUM OF ASSOCIATION OF THE COMPANY.

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

"**RESOLVED THAT** pursuant to the provisions of Section 4, 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being enforce) and the rules framed there under, the consent of the members of the Company be and is hereby accorded to increase the authorized share capital of the Company INR 1,00,00,000 (Indian Rupees One Crore only) divided into 10,00,000 (Ten Lakhs) Equity Shares of INR 10 (Indian Rupees Ten only) each TO INR 1,10,00,000 (Indian Rupees One Crore and Ten Lakh only) divided into (i) 10,00,000 (Ten Lakhs) Equity Shares of face value of INR 10 (Indian Rupees Ten only) each, and (ii) 1,00,000 (One Lakh) Preference Shares of face value of INR 10 (Indian Rupees Ten only) each.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company relating to the Share Capital be and is hereby altered and replaced with the following clause:

"V. The Authorized Share Capital of the Company is 1,10,00,000 (Indian Rupees One Crore and Ten Lakh only) divided into (i) 10,00,000 (Ten Lakhs) Equity Shares of face value of INR 10 (Indian Rupees Ten only) each, and (ii) 1,00,000 (One Lakh) Preference Shares of face value of INR 10 (Indian Rupees Ten only) each."

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby severally authorized to sign and file necessary documents and e-forms with the concerned Registrar of the Companies and to do all such acts, deeds and things as may be deemed necessary, incidental or advisable in this regard and to submit certified copies of the resolution to authorities concerned in the matter for giving effect to the above resolutions.

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby severally authorised to certify a copy of this resolution and issue the same to all concerned parties."

ITEM NO.3

APPROVAL FOR THE ISSUE AND OFFER OF SERIES A COMPULSORILY CONVERTIBLE PREFERENCE SHARES ON A PREFERENTIAL BASIS THROUGH PRIVATE PLACEMENT:

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

"RESOLVED THAT pursuant to sections 23, 42, 55, 62(1)(c) of the Companies Act, 2013 and other applicable provisions, if any ("the **Act**"), read with rule 14 of the Companies (Prospectus and Allotment) Rules, 2014 and rule 9 and rule 13 of the Companies (Share Capital and Debenture) Rules, 2014, as amended from time to time, and all applicable rules, regulations and guidelines issued by the Reserve Bank of India under the Foreign Exchange Management Act, 1999 or any other authority, the memorandum of association and the articles of association of the Company, consent of the shareholders of the Company be and is hereby accorded to issue and offer **28,300** (Twenty Eight Thousand Three Hundred) Series A Compulsorily Convertible Cumulative Preference Shares ("**Series A CCPS**") of face value INR **10**/- (Indian Rupees Ten Only) each at a premium of **INR 37,092** (Indian Rupees Thirty Seven Thousand and Ninety Two Only) , at an issue price at INR 37,102 (Indian Rupees Thirty Seven Thousand One Hundred and Two Only) per Series A CCPS, for an aggregate cash consideration up to **INR 1,04,99,86,600/- (Indian Rupees One Hundred Four Crore Ninety-Nine Lakh Eighty-Six Thousand Six Hundred Only)** to below mentioned identified persons ("**Proposed Offerees**") on a preferential basis through private placement, in the following manner:

Sl. No	Name of the Proposed Offerees	No. of Series A CCPS	Face Value Per Series A CCPS Share (INR)	Premium Per Series A CCPS Share (INR)	Total Subscription (INR)
1	**Mr. Kalpraj Damji Dharamshi, Mrs. Harsha Hemang Dharamshi & Mrs. Paolomi Kalpraj Dharamshi jointly holding on behalf of M/S. Tidecrest Partners**	**8,085**	**10**	**37,092**	**29,99,69,670**
2	**ValueQuest Tristar Fund**	**20,215**	**10**	**37,092**	**75,00,16,930**
TOTAL		**28,300**	**10**	**37,092**	**1,04,99,86,600**

RESOLVED FURTHER THAT *pursuant to the provisions of Rule 9(2) of the Companies (Share Capital and Debentures) Rules, 2014, the terms of issue of the Series A CCPS be and are hereby set out as below:*

Sr. No.	Particulars	Disclosures
1.	The priority with respect to payment of dividend or repayment of capital vis- a vis equity share	As per annexure B enclosed below
2.	The participation in surplus fund	As per annexure B enclosed below
3.	The participation in surplus assets and profits on winding – up which may remain after the entire capital has been repaid.	As per annexure B enclosed below
4.	The payment of dividend on cumulative or non-cumulative basis	As per annexure B enclosed below

5.	The conversion of preference shares into Equity shares	As per annexure B enclosed below
6.	The voting rights	As per annexure B enclosed below
7.	The redemption of preference shares	As per annexure B enclosed below

RESOLVED FURTHER THAT the terms of the issue and offer of Series **A** CCPS as placed before the shareholders at the meeting, duly initialed by the chairman for the purpose of identification enclosed hereto as Annexure B be and hereby approved.

RESOLVED FURTHER THAT the draft of the private placement offer letters cum application form in Form PAS - 4 as prepared in accordance with the provisions of the Act and any other rules enacted thereunder including the Companies (Prospectus and Allotment of Securities Rules), 2014, along with other documents, proposed as placed before the meeting and initialed by the Chairman for the purpose of identification to be issued to the Proposed Offeree, be and is hereby approved for issue of shares to the person mentioned in the private placement offer letter; and a record of private placement offer in the Form PAS-5 in accordance with the Companies (Prospectus and Allotment of Securities Rules), 2014 as placed before the meeting and initialed by the Chairman for the purpose of identification, be and is hereby approved and adopted and any director of the Company be and is hereby authorized to amend/modify as may be required, finalise, sign and circulate the Private Placement Offer Letter in Form PAS-4 and other related documents to the Proposed Offeree after subsequent filing of the board resolution and/or the shareholders' resolution in this regard with the Registrar of Companies pursuant to Rule 14(8) of the Companies (Prospectus and Allotment of Securities) Rules, 2014.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, each directors of the Company be and are hereby severally authorized to take all such steps and to do all such other acts, deeds, matters and things as may be necessary including and to accept any alteration(s) or amendment(s) or correction (s) or modification(s) in the relevant documents as he/she may deem fit and appropriate and give such directions/ instructions as may be necessary to settle any question, difficulty or doubt that may arise in regard to issue and offer the said Shares.

RESOLVED FURTHER THAT each Director of the Company be and is hereby severally authorized to sign and file all the necessary forms and other necessary documents as may be required by the statutory authorities including the relevant forms to the jurisdictional Registrar of Companies **("ROC")** / Ministry of Corporate Affairs (MCA) / Reserve Bank of India (RBI) and to do such acts and deeds that may be required for the purpose for the purpose of giving effect to this resolution, including but not restricted to sign and

issue of the letter of offer to the Proposed Offerees, make such representations as required and also file necessary forms, files, documents with the ROC in this regard.

RESOLVED FURTHER THAT the Company shall not utilize the proceeds of the issue until the filing of e-form PAS-3 with the ROC.

RESOLVED FURTHER THAT the copies of the foregoing resolutions, certified to be true by any directors, may be furnished to any person(s) as may be required."

ITEM NO.4: ALTERATION OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY

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

"RESOLVED THAT the pursuant to the provisions of Section 5 and Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the members of the company be and is hereby accorded to alter and replace the existing Articles of Association of the Company with the amended and restated Articles of Association provided at Annexure C and as tabled before the members of the Company and initialled by the chairman for the purposes of identification ("**Amended Articles**"), and that the Amended Articles be approved by the Members, and upon such Members' approval the Amended Articles be and are hereby approved and adopted in substitution for, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company, to reflect the terms of the Shareholders' Agreement dated 6th November, 2026, executed by and amongst the Company, **VALUEQUEST TRISTAR FUND, TIDECREST PARTNERS, VINOTH PERUMAL, DUSHYANTH KUMAR SANAKA, SUBRAMANIYAN JEYAKUMAR, and MADHU MALA PERUMAL**.

RESOLVED FURTHER THAT The consent of the members of the Company accorded to adapt the Amended Articles as stated above be the articles of the Company.

RESOLVED FURTHER THAT any of the Directors of the company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT the copies of the foregoing resolutions, certified to be true by any director of the Company, may be furnished to any person(s) as may be required."

For ECOPMIN TECHNOLOGIES PRIVATE LIMITED

PERUMAL VINOTH
MANAGING DIRECTOR
DIN: 08270709

Place: Chennai
Date: 16th November, 2026

NOTES:

1. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto as **Annexure 1.**

2. Entry to the place of meeting will be regulated by an **Attendance Slip** which is annexed hereto as **Annexure 2** 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.

3. 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 before the meeting. The **Proxy Form** is annexed hereto as **Annexure 3.**

4. In case of corporate shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Act for such representation may please be forwarded to the Company.

5. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

6. The documents related to matters set out in the notice shall be open for inspection at the registered office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days up to and including the date of Extraordinary General meeting of the Company.

7. The EGM is being convened at shorter notice under the proviso to Section 101(1) of the Act, with the consent of the requisite majority of members.

ANNEXURE -1

EXPLANATORY STATEMENT

(Pursuant to section 102 of Companies Act, 2013)

The following explanatory statement, as required under Section 102 of the Companies Act, 2013, sets out all material facts relating to business mentioned in the accompanying notice for convening the Extra Ordinary General Meeting (**"EGM"**) of the Company.

ITEM NO. 1 VARIATION OF THE TERMS OF THE ZERO COUPON COMPULSORILY CONVERTIBLE DEBENTURES.

Background. On 24 August 2020, the Company allotted 10,000 (ten thousand) Zero Coupon Compulsorily Convertible Debentures of face value Rs.10 (Indian Rupees Ten) each at par, aggregating Rs.1,00,000 (Indian Rupees One Lakh) (the "**Debentures**"), by way of private placement, under a special resolution of the members passed on that date. The Debentures are held as follows:

Folio	Name of holder	Debentures	Amount paid (Rs.)	Distinctive nos.
1	Dattada Anantha Lakshmana Nagaraju	5,000	50,000	1 – 5,000
2	Alaguvel Govinthan	2,300	23,000	5,001 – 7,300
3	Jayaguru	900	9,000	7,301 – 8,200
4	Sangeethan Mani	900	9,000	8,201 – 9,100
5	Swathick Kumar	900	9,000	9,101 – 10,000
	Total	**10,000**	**1,00,000**	

Under the terms approved on 24 August 2020 (the "**Original Terms**"), the Debentures carry no interest, are unsecured, have a term of 10 (ten) years ending on 23 August 2030, and convert into equity shares in the ratio of 1:1, i.e. into 10,000 (ten thousand) equity shares of Rs.10 (Indian Rupees Ten) each. Paragraph 8 of the Original Terms provides that the terms may be varied only with the prior written approval of all the holders, the approval of the Board and the approval of the members.

The Company is in discussions for a proposed fund raise. To simplify the capital structure of the Company and the computation of its fully diluted share capital, the Board has proposed, and all the holders of the Debentures have agreed in writing, to vary the conversion terms so that all the Debentures convert into 10 equity shares in aggregate, at a conversion price of Rs.10,000 (Indian Rupees Ten Thousand) per equity share.

Principal changes. The Amended and Restated Terms set out in **Annexure A** (the "**Amended Terms**") replace the Original Terms in their entirety. The principal changes are:

(a) every 1,000 (one thousand) Debentures shall convert into 1 (one) fully paid-up equity share of face value Rs.10 (Indian Rupees Ten), so that all 10,000 (ten thousand) Debentures convert into not more than 10 (ten) equity shares in aggregate, at a conversion price of Rs.10,000 (Indian Rupees Ten Thousand) per equity share (including a premium of Rs.9,990 (Indian Rupees Nine Thousand Nine Hundred and Ninety)) subject to the valuation of the equity shares of the Company obtained in accordance with applicable law at the time of the conversion;

(b) a holder may convert its Debentures at any time before 23 August 2030 by issuing a written notice to the Company, subject to the approval of the Board;

(c) the provision permitting an extension of the term of the Debentures is deleted, such that all Debentures shall be converted on or before 23 August 2030;

(d) any fractional entitlements arising upon conversion shall be rounded off to the nearest whole number, subject to an overall cap of 10 (ten) equity shares.

The other terms remain substantially unchanged. The reference in the Original Terms to a rights offer has been removed, as the Debentures were issued by private placement and are fully paid.

Section 71(1) of the Act requires the issue of debentures with an option to convert them into shares to be approved by a special resolution. Section 62(1)(c) of the Act, read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, requires a special resolution for an issue of shares to persons other than on a rights basis. As the variation changes the number of shares to be issued on conversion and the conversion price, the approval of the members is sought by special resolution. As a matter of abundant caution, the disclosures required under Rule 13 are set out below.

Disclosures under Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014

	Particulars	Details
(a)	Objects of the issue	No fresh funds are being raised. The Debentures were fully paid in 2020 and the proceeds of Rs.1,00,000 (Indian Rupees One Lakh) were used for working capital. The variation is to simplify the capital structure ahead of the proposed fund raise.
(b)	Total number of shares or other securities to be issued	Not more than 10 (ten) equity shares of face value Rs.10 (Indian Rupees Ten) each, on conversion of the Debentures.
(c)	Price at which the allotment is proposed	Rs.10,000 (Indian Rupees Ten Thousand) per equity share (Rs.10 (Indian Rupees Ten) face value and Rs.9,990 (Indian Rupees Nine Thousand Nine Hundred and Ninety) premium), satisfied by appropriation of the amount paid on the Debentures.

	Particulars	Details
(d)	Basis on which the price has been arrived at, with the report of the registered valuer	As per the valuation report obtained at the time of conversion of the Debentures.
(e)	Relevant date	As per the valuation report obtained at the time of conversion of the Debentures
(f)	Class or classes of persons to whom the allotment is proposed	The Debentures are currently held by five individuals who are employees of the Company.
(g)	Intention of promoters, directors or key managerial personnel to subscribe	NA
(h)	Proposed time within which the allotment will be completed	Within 15 days of receipt of a conversion notice, and in any event on or before 23 August 2030.
(i)	Names of the proposed allottees and percentage of post-issue capital that may be held by them	NA
(j)	Change in control, if any	None.
(k)	Number of persons to whom allotment on a preferential basis has been made during the year, with the number and price of securities	NIL
(l)	Justification for allotment for consideration other than cash, with the valuation report	Not applicable. The entire consideration of Rs.1,00,000 was received in cash on subscription to the Debentures in 2020, and no further consideration is payable on conversion.
(m)	Pre-issue and post-issue shareholding pattern	Set out below.

Shareholding pattern (Equity shares of Rs.10 each)

Category	Pre-conversion (no.)	Pre-conversion (%)	Post-conversion (no.)	Post-conversion (%)
Promoters and promoter group – Mr. Perumal Vinoth	1,17,644	48.77	1,17,654	48.77
Promoters and promoter group – others	27,390	11.35	27,390	11.35
Non-promoters	96,183	39.87	96,183	39.87

Category	Pre-conversion (no.)	Pre-conversion (%)	Post-conversion (no.)	Post-conversion (%)
Total	2,41,217	100.00	2,41,227	100.00

Interest of directors and key managerial personnel. None of the other directors or key managerial personnel of the Company, or their relatives, is concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company, if any.

The Board recommends the special resolution set out at Item No. 1 for the approval of the members.

ITEM NO. 2 TO APPROVE THE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN MEMORANDUM OF ASSOCIATION OF THE COMPANY.

The Board of Directors would like to inform that considering the company future expansion and capital requirements it is required to increase the authorized share capital of the Company. At present, the authorized share capital of the Company is INR 1,00,00,000 (Indian Rupees One Crore only) divided into 10,00,000 Equity Shares of INR 10 (Indian Rupees Ten only) each, as the current structure is not suitably aligned to accommodate the proposed capital infusion. Accordingly, with a view to facilitating the proposed investment and ensuring that the Company's capital structure is appropriately aligned with the proposed financing arrangement. Hence, the Board is proposing to increase the authorized share capital of the Company to INR 1,10,00,000 (Indian Rupees One Crore and Ten Lakh only) divided into (i) 10,00,000 Equity Shares of face value of INR 10 (Indian Rupees 10 only) each, and (ii) 1,00,000 Preference Shares of face value of INR 10 (Indian Rupees 10 only) each

The Board at its meeting held on 16th November, 2026 had approved increase in authorized share capital of the Company and the draft altered Memorandum of Association of the Company. In terms of Section 13 and 61 of the Companies Act, 2013, the Board of Directors would like to seek the approval of shareholders for increasing Authorized Share Capital of the Company and for alteration of Memorandum, of Association of the Company.

Amended copy of Memorandum of Association ("MOA") will be available for inspection to the members at the Registered Office of the Company between 10:00 a.m. to 5:00 p.m. on working day during the business hours till the date of EGM.

None of the Directors, Key Managerial Personnel and/or their relatives is in any way concerned or interested in the said resolution. The Board recommends the ordinary resolution set out at Item No. 2 for the approval of the members.

ITEM NO. 3 APPROVAL FOR THE ISSUE AND OFFER OF SERIES A COMPULSORILY CONVERTIBLE PREFERENCE SHARES ("SERIES A CCPS") ON A PREFERENTIAL BASIS THROUGH PRIVATE PLACEMENT:

The Board of Directors of the Company has been in discussions with potential investors for meeting the financial requirements for the business expansion. After due deliberations, the prospective investors have expressed interest in investing in the Company. The Company is proposing to offer up to **28,300** (Twenty Eight Thousand Three Hundred) Series **A** CCPS on a preferential basis and same was approved by the Board at the meeting held on **16th November, 2026.**

Since the potential investor to whom the Series **A** CCPS are proposed to be offered are not existing members of the Company, the Board of Directors considers it appropriate to issue Series **A** CCPS on a Private Placement /Preferential basis to these investors.

Pursuant to sections 42, 55 and 62(1)(c) of the Companies Act, 2013, issue of securities by way of private placement/preferential basis requires the shareholders' approval by way of a special resolution.

None of the Directors, Key Managerial Personnel and/or their relatives is in any way concerned or interested in the said resolution, except to the extent that any part of the proceeds is applied towards repayment of loans availed by the Company from its Directors / Promoters (related parties). The Board recommends the Special resolution set out at Item No. 3 for the approval of the members.

Your directors have accordingly recommended the above resolution as a ***Special Resolution*** for your approval.

DISCLOSURES AS REQUIRED UNDER SUB-RULE (3) OF RULE 9 OF COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014

Size of issue (INR)	**INR 1,04,99,86,600**
Number of shares to be issued	28,300 Series A Compulsorily Convertible Preference Shares
Nominal Value of each share	Series A Compulsorily Convertible Preference Shares ("**Series A CCPS**") of face value INR **10/-** (Rupees Ten Only) each
The Nature of such shares i.e., cumulative or non - cumulative, participating or non - participating, convertible or non – convertible	Compulsorily Convertible Preference Shares

Objective of issue	28,300 Series A Compulsorily Convertible Preference Shares of face value INR 10/- (Rupees Ten Only) each. The issue is primarily for the following purposes: (a) working capital purposes; (b) capital expenditure purposes; and/or (c) repayment of loans from its Promoters / Related Parties, and in accordance with the Business Plan.
Manner of issue	The offer is proposed to be made on preferential basis through private placement, in accordance with the provisions of Sections 42, 55, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014.
Price at which such shares are proposed to be issued (Issue Price) (INR)	Series **A** Compulsorily Convertible Preference Shares of face value INR **10**/- (Indian Rupees **Ten** Only) each at a premium of INR **37,092** (Indian Rupee Thirty-Seven Thousand Ninety-Two Only).
Basis on which prices has been arrived at	Price at which the securities been offered is INR. 37,102 (Thirty Seven thousand one hundred and Two only) The Fair price of the private placement of CCPS has arrived based on the Valuation Certificate of ValuGenius Advisors LLP dated 13th November, 2026, Registered Valuer IBBI No: IBBI/RV-E/07/2023/197 amounting to INR. 20,728 (Indian Rupees Twenty Thousand Seven Hundred and Twenty Eight). A copy of the Valuation Certificate is enclosed for reference.
Terms of Issue	Please refer to **Annexure B** for the relevant details.

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	Series A CCPS are not redeemable and are to be compulsory converted into Equity Shares of the Company. The terms of conversion are detailed in **Annexure B**.
The manner and modes of redemption	Series A CCPS are not redeemable and are to be compulsory converted into Equity Shares of the Company. The terms of conversion are detailed in **Annexure B**.
The Current Shareholding pattern of company	Please refer to **Table-A** for the relevant details.
The expected dilution in Equity Share capital upon conversion of preference shares	Please refer to **Table-B** for the relevant details.

DISCLOSURE AS REQUIRED UNDER RULE 13 OF COMPANIES (SHARE CAPITAL AND DEBENTURES) RULES, 2014

Objects of the issue	28,300 (Twenty Eight Thousand Three Hundred) Series A Compulsorily Convertible Preference Shares of face value INR 10/- (Rupees Ten Only) each. The issue is primarily for the following purposes: (a) working capital purposes; (b) capital expenditure purposes; and/or (c) repayment of loans from its Promoters / Related Parties, and in accordance with the Business Plan.
Total number of shares or other securities to be issued	28,300 (Twenty Eight Thousand Three Hundred) Series A Compulsorily Convertible Preference Shares
Price or price band at/within which the allotment is proposed to be made (Issue Price)	Series **A** Compulsorily Convertible Preference Shares of face value INR **10**/- (Indian Rupees Ten Only) each at a premium of INR **37,092** (Indian Rupee Thirty-Seven Thousand Ninety-Two Only).

Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Price at which the securities been offered is INR. 37,102 (Thirty Seven thousand one hundred and Two only) The Fair price of the private placement of CCPS has arrived based on the Valuation Certificate of ValuGenius Advisors LLP dated 13th November, 2026, Registered Valuer IBBI No: IBBI/RV-E/07/2023/197 amounting to INR. 20,728 (Indian Rupees Twenty Thousand Seven Hundred and Twenty Eight). A copy of the Valuation Certificate is enclosed for reference. a.
Relevant date with reference to which the price has been arrived at	31ST AUGUST, 2026
The class or classes of persons to whom the allotment is proposed to be made	The allotment is proposed to be made to the identified investors, are Partnership firm represented by its partners and Alternate Investment Fund.
Intention of promoters, directors or key managerial personnel to subscribe to the offer	None of the Directors / Promoters intend to invest in the Series A CCPS being issued under the current offer document.
Proposed time within which the allotment shall be completed	The complete offer of allotment of the Series A CCPS shall be completed within a period of 12 (twelve) months from the date of the extra-ordinary general meeting approving the offer. Issuer shall allot Series A CCPS within 60 (sixty) days from the date of receipt of the application money.
Names of the proposed allottees and the percentage of the post preferential offer capital that may be held by them	Please refer to **Table-C** for the relevant details.

Change in control, if any, in the company that would occur consequent to the preferential offer	**No Change in Control**
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	**NIL**
Justification for allotment proposed to be made for consideration other than cash together with valuation report of registered valuer	Not Applicable as the allotment is being made for consideration in Cash.
Pre and post issue shareholding pattern of the company in the following format	Please refer to **Table-D** for the relevant details.

DISCLOSURE AS REQUIRED UNDER RULE 14 OF THE COMPANIES (PROSPECTUS AND ALLOTMENT) RULES, 2014

Particulars of the offer including date of passing of Board resolution	28,300 (Twenty Eight Thousand Three Hundred) Series A Compulsorily Convertible Preference Shares Date of BM: 16th November, 2026 Date of EGM: 21st November, 2026
Kinds of Securities Offered and the Price at which security is being offered	28,300 (Twenty Eight Thousand Three Hundred) Series A Compulsorily Convertible Preference Shares of face value INR **10**/- (Indian Rupees Ten Only) each at a premium of INR **37,092** (Indian Rupee Thirty-Seven Thousand Ninety-Two Only).
Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Price at which the securities been offered is INR. 37,102 (Thirty Seven thousand one hundred and Two only) The Fair price of the private placement of CCPS has arrived based on the Valuation Certificate of ValuGenius Advisors LLP dated 13th November, 2026, Registered Valuer IBBI No: IBBI/RV-E/07/2023/197 amounting to INR. 20,728 (Indian Rupees Twenty Thousand Seven

	Hundred and Twenty Eight). A copy of the Valuation Certificate is enclosed for reference. a.
Name and address of the valuer who performed the valuation	**M/s. ValuGenius Advisors LLP**, Registered Valuer Entity, (having Registration Id: IBBI/RV-E/07/2023/197, having registered office at Office No. **401, Purva Plaza, opp. Adani Electricity, Shimpoli Road, Borivali West, Mumbai 400 092**. ("**Valuation Report**")
Amount which the company intends to raise by way of such securities (INR)	INR **1,04,99,86,600**
Material terms of raising such securities	Please refer to **Annexure B** for the relevant details.
Proposed time schedule	The complete offer of allotment of the CCPS shall be completed within a period of 12 (twelve) months from the date of the extra-ordinary general meeting approving the offer. Issuer shall allot Equity Shares within 60 (sixty) days from the date of receipt of the application money.
Purposes or objects of offer	28,300 (Twenty Eight Thousand Three Hundred) Series A Compulsorily Convertible Preference Shares of face value INR 10/- (Rupees Ten Only) each. The issue is primarily for the following purposes: (a) working capital purposes; (b) capital expenditure purposes; and/or a) (c) repayment of loans from its Promoters / Related Parties, and in accordance with the Business Plan.
Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects	None of the Directors / Promoters intend to invest in the Series A CCPS being issued under the current offer document.

Principle terms of assets charged as securities	NA

ECOPMIN TECHNOLOGIES PRIVATE LIMITED
Head Office
#28B2, 2nd Main Road,
Ambattur Industrial Estate,
Ambattur,
Chennai - 600058.

Manufacturing Plant
#35B/3/A,2nd Main Road,
Ambattur Industrial Estate,
Chennai - 600058

GSTIN : 33AAECE5441Q1ZD
CIN : U74999TN2017PTC115222
Ph : 044 24811711
Email : info@ecopmin
www.ecopmin.com

TABLE A

THE CURRENT SHAREHOLDING PATTERN OF COMPANY*

S.no	Name of the Shareholder	Equity Shares	Shareholding Percentage
1	VINOTH P	1,17,644	48.77%
2	RUPAL MEHTA	28,979	12.01%
3	P MADHU MALA	12,898	5.35%
4	PURVESH MUKESHKUMAR SHAH	9,000	3.73%
5	SHAKTI SEWA FUNDS LVF	8,867	3.68%
6	APARNA SAMIR THAKKER	5,585	2.32%
7	SETU SECURITIES PVT LTD	4,500	1.87%
8	MEGHNA APURVE TELI	3,000	1.24%
9	SANCHIT JAIN	2,413	1.00%
10	KRISHNAN RANGAMANI .	2,412	1.00%
11	SANAKA DUSHYANTH KUMAR	2,412	1.00%
12	JEYAKUMAR SUBRAMANIYAN	2,412	1.00%
13	ROOPESH LAKSHMAN RAVISHANKAR	2,412	1.00%
14	JOTHI M R	2,412	1.00%
15	SHEILA BHASKAR MUDBIDRI	1,873	0.78%
16	P PERUMAL	1,226	0.51%
17	R PALLAVARAJAN	1,206	0.50%
18	ASHIT MAHENDRA MEHTA	1,200	0.50%

19	ANUP NAVALCHAND GANGAR	1,000	0.41%
20	KAUSHIK VINAYKANT SHAH	1,000	0.41%
21	PRINCE D SURANA	846	0.35%
22	BINITA AASHISH MEHTA	750	0.31%
23	DHAWAL ARVIND THAKKER	710	0.29%
24	NIRMALA JITENDRA KATARMAL .	630	0.26%
25	MAHESH PURUSHOTTAM BHANUSHALI	630	0.26%
26	CHIRAG NITIN SHETH	600	0.25%
27	JEETAL VISHAL GADA	592	0.25%
28	YASH JAYESH SHETH	590	0.24%
29	ASSATRA CAPITAL VENTURES	550	0.23%
30	NIRAJ RAJNIKANT SHAH	500	0.21%
31	PRAKASH R SHAH HUF .	500	0.21%
32	MEENA TOLANI	500	0.21%
33	RIDDHI CHIRAG SHETH	500	0.21%
34	POCKETFUL RESEARCH CAPITAL	500	0.21%
35	KANCHAN KALRA	500	0.21%
36	SIMRAN VISHAL TALREJA	500	0.21%
37	RISHABH RAMESHCHANDRA JAIN	450	0.19%
38	VIPULA SHAILESH BHANSALI	450	0.19%
39	CHIKA NIRAV GALA	447	0.19%

40	KAPIL RAMJI KENIYA HUF .	422	0.17%
41	SANJAY HARSHADRAI MEHTA	411	0.17%
42	RUPEE SOLUTIONS LLP	400	0.17%
43	BHAVANJI SHANKARLAL BHADRA	400	0.17%
44	DEEPAK PARASURAMAN	400	0.17%
45	KISHORE MEHTA	346	0.14%
46	DHIREN HARILAL PIPALIA	345	0.14%
47	ANAND GIRDHARDAS DAMANI .	300	0.12%
48	SHUBHAM JAIN	300	0.12%
49	NIRAJ DHANRAJ CHHAJER	300	0.12%
50	MANJULA SURESH VARAIYA	300	0.12%
51	R KANNAN	300	0.12%
52	AMBASHANKAR R	300	0.12%
53	PRITI AJAY SHAH	300	0.12%
54	DAIVEEK RAJU MODI	287	0.12%
55	SARTHAK PRAYAG JARIWALA	265	0.11%
56	DHAVAL JITENDRA MORAKHIYA	250	0.10%
57	ALPA SUNIL CHHEDA	250	0.10%
58	SEEMA SHARMA .	250	0.10%
59	ISHITA NILANG JAIN	240	0.10%
60	SAGAR NARENDRABHAI GOKANI	240	0.10%

61	MANJEET SIDDHESHWAR KULKARNI	240	0.10%
62	HEET SARJU SHAH	240	0.10%
63	GAYATRI VINAYAK DESHMUKH	240	0.10%
64	VINAY KUMAR C KAPOOR	237	0.10%
65	KAUSHAL ASHWIN GANDHI	218	0.09%
66	DHARMENDRA P VAKHARIA	218	0.09%
67	KISHORE L DEDHIA(HUF)	210	0.09%
68	UTPAL RAMESH DOSHI	200	0.08%
69	JASMIN RASIKLAL PAREKH	200	0.08%
70	PRAJWAL MAHESH PATIL	200	0.08%
71	JITENDRA AGARWAL	200	0.08%
72	DISHA CHUNKY SHAH .	200	0.08%
73	HEENA UMESH MEHTA	198	0.08%
74	TANUJ VIJAY MEHTA	198	0.08%
75	ARPANA BHANUSHALI	195	0.08%
76	SALMA SAHAY .	180	0.07%
77	RAHUL HEMCHAND VISARIA	180	0.07%
78	SWAPNIL PRAVEEN SHARMA . .	180	0.07%
79	ARYAN RAJKUMAR KAPOOR	180	0.07%
80	NIDHI GANERIWAL	175	0.07%
81	SR SOLITAIRE LLP	150	0.06%

82	HINAL DINESH BHANUSHALI	150	0.06%
83	HARDIK MAHENDRABHAI SHAH	150	0.06%
84	SANDEEP CHANDRAKANT PATEL	150	0.06%
85	DHAIRYA VASANT BHANUSHALI	150	0.06%
86	CHIRAG NITIN SHETH HUF(HUF)	150	0.06%
87	AMANDEEP SINGH GURUCHARAN SINGH DHANJAL	150	0.06%
88	SHAIRUL SHAILESH ZAVERI	150	0.06%
89	RAJKUMAR SAMAIYA	147	0.06%
90	CHOKSI MAHAMMAD ARIF ABUBHAI	140	0.06%
91	SARVELI MANISH SHAH	130	0.05%
92	NIMISH RASIKLAL PAREKH	125	0.05%
93	RENUKA RASIKLAL PAREKH	125	0.05%
94	SUBRAMANIAN MEENAKSHI .	125	0.05%
95	DEEPAK DHIRAJLAL SHETH	120	0.05%
96	DNYANESHWAR SADASHIV CHAVAN HUF(HUF)	120	0.05%
97	SONAL PRASHANT THAKKAR	120	0.05%
98	PRASHANT JETHABHAI THAKKAR	120	0.05%
99	VIJAY ACHARYA	120	0.05%
100	MIKESH VIMALKUMAR PARMAR	119	0.05%
101	SUJAL SUNIL CHANDALIYA	117	0.05%
102	GIRISH R CHAWLA HUF(HUF)	110	0.05%

103	UTKARSH AMITABH GUPTA	101	0.04%
104	VASANT N BHANUSHALI HUF .	100	0.04%
105	RAHUL R MAHAJAN .	100	0.04%
106	SAPNA BERRY	100	0.04%
107	KAJAL DEEPAK BHANUSHALI	100	0.04%
108	RESHMA SHAH	100	0.04%
109	JILL DINESH BHANUSHALI	100	0.04%
110	DHRUV DINESH BHANUSHALI	100	0.04%
111	PRASHANT PRAVIN DHANVE	100	0.04%
112	YASH RAMESH BRAHMBHATT	100	0.04%
113	ARUNA NITIN SHETH	100	0.04%
114	VISHAL HARISH CHANDRA SHARMA	100	0.04%
115	NILESH CHANDRAKANT SHETH	100	0.04%
116	CHANDAN JATIN SHAH	100	0.04%
117	LEENA MANOJ MEHTA	100	0.04%
118	SHEETAL SUJAY JAJU	100	0.04%
119	JASODA VASANT BHANUSHALI	100	0.04%
120	VASANT NANJIBHAI BHANUSHALI	100	0.04%
121	RAMESH KAWAR	98	0.04%
122	HEMAL NANJI CHANDRUVA HUF .	92	0.04%

123	SAPNA NIMISH TATERH	78	0.03%
124	JAYESH LILADHAR KOTAK	72	0.03%
125	DEEPAK DHARSHI BHEDA	72	0.03%
126	SPINNEX INDIA PVT.LTD	70	0.03%
127	SANJAY MANSUKHLAL HINDOCHA	70	0.03%
128	RONAK KUMARBHAI DAVE	64	0.03%
129	KOSHI CHANDRU SHAMDASANI	60	0.02%
130	PIYUSH KIRTI PUROHIT	60	0.02%
131	PRANALI NILESH MANDHARE	60	0.02%
132	KRISHNA DEEPAK GOYAL	59	0.02%
133	RUCHIT KAMLESH SHAH	59	0.02%
134	SUSHIL KUMARBABAN SINGH	59	0.02%
135	AMEY PRASHANT JOSHI	59	0.02%
136	SWAGATA NARAYAN SHETKAR	59	0.02%
137	JAYNAM MUKESH SHAH	59	0.02%
138	NILESH POPATLAL CHHEDA	55	0.02%
139	CHETAN POPATLAL CHHEDA	55	0.02%
140	ASHFAQUE NAMAKWALA	55	0.02%
141	YOGESH RAMESHKUMAR ALAMCHANDANI	55	0.02%
142	SHALIBHADRA MAHENDRAKUMAR KOTHARI	50	0.02%
143	VAIBHAV DHANESH MEHTA	50	0.02%

144	NITIN MAHASUKHLAL SHETH	50	0.02%
145	VEDANTI JITENDRA NEVGI	50	0.02%
146	HIRAL H PATEL	50	0.02%
147	TANAY AJAYBHAI KIKLA	40	0.02%
148	ARJAV AJAY JHAVERI	40	0.02%
149	BHOOMI RONAK DAVE	36	0.01%
150	SANJAY KESHRIMAL CHANDALIA	35	0.01%
151	ANIL CHANDALIYA	35	0.01%
152	ANKIT BHARAT MEHTA	35	0.01%
153	DHARMESH RAMESHCHANDRA SHAH	32	0.01%
154	JIGAR ARVIND KENIA	30	0.01%
155	PATEL HASHMUKH MANUBHAI	30	0.01%
156	PAYAL HIREN PATEL	30	0.01%
157	AVDHOOT LAXMAN SARANG	28	0.01%
158	SADASHIVA WEALTH MANAGEMENT LLP	27	0.01%
159	TUSHAR NITIN THAKKAR	25	0.01%
160	RUSHIKESH DASHRATH JAGDALE	25	0.01%
161	CHIRAG TILAKRAJ GADA (HUF)	25	0.01%
162	ROHAN JITENDRAKUMAR NAGANI	25	0.01%
163	VINODKUMAR BEKHATMAL MAHESHWARI .	25	0.01%
164	VIKRAM CHANDRU SHAMDASANI	24	0.01%

165	ANJU SANTOSH BAJPAI	24	0.01%
166	ZISHAAN KHALID KARARI	23	0.01%
167	LILA PARASMAL KOTHARI	20	0.01%
168	PARASMAL YADAVSINGH KOTHARI	20	0.01%
169	KAVITA SANDEEP KOTHARI	20	0.01%
170	SANDEEP PARASMAL KOTHARI	20	0.01%
171	SANKALP SANDEEP KOTHARI	20	0.01%
172	KARTIK SUBHASH MOTIWALA	20	0.01%
173	BHAVY NIRMAL BHOGAR	18	0.01%
174	SACHIN VELJIBHAI DAGHA	18	0.01%
175	PRIYANSHU SANDEEP AGRAWAL	18	0.01%
176	SHREYANSH AGARWAL	18	0.01%
177	PURVA VIKRAM JHAVERI . .	18	0.01%
178	VIPUL HIRJI GADA	18	0.01%
179	NAYAN PRAVIN GOGRI	16	0.01%
180	MAVJI DHARAMSHI PATEL	15	0.01%
181	ABHAY SHASHIKANT TAWDE	15	0.01%
182	KARAN VIJAY CHANDHOK	12	0.00%
183	PRAKASH ROOPARAM MEWADA	12	0.00%
184	SANJAY HARSHADRAI MEHTA	10	0.00%
185	HARIOM MANISHANKARBHAI ACHARYA	10	0.00%

186	PINABEN CHAINESH SHAH	10	0.00%
187	ASHISHKUMAR MADHUSUDAN JANI	10	0.00%
188	PATEL AADHYA HARESHKUMAR	10	0.00%
189	PRAMOD BHARDWAJ	9	0.00%
190	PARVA ANKURBHAI MEHTA	9	0.00%
191	AMAN RAJENDRA KANOJIYA	6	0.00%
192	MANISH KUMAR PUGALIA HUF	1	0.00%

Note: *The shareholding pattern provided above is on fully diluted basis and the conversion ratio of the preference shares of the Company may be subject to certain adjustments as per the terms of the issuance of the relevant preference shares, at the time of conversion of the preference shares of the Company, if any*

TABLE B

THE EXPECTED DILUTION IN EQUITY SHARE CAPITAL UPON CONVERSION OF PREFERENCE SHARES*

Assuming the conversion ratio of CCPS vis-à-vis being **1:1 at fully diluted basis.*

Name of the Offeree	Expected Dilution
MR. KALPRAJ DAMJI DHARAMSHI, MRS. HARSHA HEMANG DHARAMSHI & MRS. PAOLOMI KALPRAJ DHARAMSHI JOINTLY HOLDING ON BEHALF OF M/S. TIDECREST PARTNERS **Add: F-218, MARATHON MONTE PLAZA, MMM ROAD, MULUND W, MUMBAI-400080** **Email: HINESH@DHARAMSHI.NET**	**3.00**
VALUEQUEST TRISTAR FUND **ADD: KOHINOOR SQUARE BUSINESS PARK, B – 4101, 41ST FLOOR, NC KELKAR MARG, SHIVAJI PARK, DADAR WEST, MUMBAI- 400028** **Email: PENOTICES@VALUEQUEST.IN**	**7.50**

Note: *The shareholding pattern provided above is on fully diluted basis and the conversion ratio of the preference shares of the Company may be subject to certain adjustments as per the terms of the issuance of the relevant preference shares, at the time of conversion of the preference shares of the Company.*

TABLE –C

NAMES OF THE PROPOSED ALLOTTEES AND THE PERCENTAGE OF THE POST PREFERENTIAL OFFER CAPITAL THAT MAY BE HELD BY THEM*

Assuming the conversion ratio of CCPS vis-à-vis being **1:1 at fully diluted basis.*

NAMES OF THE PROPOSED ALLOTTEES	Percentage of Post Preferential Offer Capital (on diluted basis)
MR. KALPRAJ DAMJI DHARAMSHI, MRS. HARSHA HEMANG DHARAMSHI & MRS. PAOLOMI KALPRAJ DHARAMSHI JOINTLY HOLDING ON BEHALF OF M/S. TIDECREST PARTNERS Add: F-218, MARATHON MONTE PLAZA, MMM ROAD, MULUND W, MUMBAI-400080 Email: HINESH@DHARAMSHI.NET	3.00
VALUEQUEST TRISTAR FUND Add: KOHINOOR SQUARE BUSINESS PARK, B – 4101, 41ST FLOOR, NC KELKAR MARG, SHIVAJI PARK, DADAR WEST, MUMBAI- 400028 Email: PENOTICES@VALUEQUEST.IN	7.50

***Note:** The shareholding pattern provided above is on fully diluted basis and the conversion ratio of the preference shares of the Company may be subject to certain adjustments as per the terms of the issuance of the relevant preference shares, at the time of conversion of the preference shares of the Company.*

TABLE – D

PRE-& POST SHAREHOLDING PATTERN*

(As per sub clause (xiii) of clause (d) sub-rule 2 of rule 13 of Companies (Share capital and Debentures) Rules, 2014)

**The shareholding pattern is considered on an actual paid-up shares basis.*

S.No	Category	Pre-Issue		Post-Issue *	
		No. of Shares held	% of Shares held	No. of Shares held	% of shares held
A	Promoters' Holding:				
1	Indian:				

	Individuals	1,35,366	56.12%	1,35,366	50.23%
	Others (Limited Liability Partnership)	0	0	0	0
	Sub Total	**1,35,366**	**56.12%**	**1,35,366**	**50.23%**
2	**Foreign:**				
	Individuals	0	0	0	0
	Others	0	0	0	0
	Sub Total	**0**	**0**	**0**	**0**
	Sub Total -A	**1,35,366**	**56.12%**	**1,35,366**	**50.23%**
B	**Non-Promoters'**				
1	Individual	86,642	35.92%	86,642	32.15%
	Individuals NRI	2,415	1.00%	2,415	0.90%
	HUF	1,730	0.72%	1,730	0.64%
	Sub Total	**90,787**	**37.64%**	**90,787**	**33.69%**
2	Institutional Investors				
	AI Fund	8,867	3.68%	29,082	10.79%
	Partnership Firm	-	-	8,085	3%
	Sub Total	**8,867**	**3.68%**	**37,167**	**13.79%**
3	**Non-Institution Investors**				
	Bodies Corporate	6,020	2.50%	6,020	2.23%
	Others (Limited Liability Partnership)	177	0.06%	177	0.07%
	Sub Total	**6,197**	**2.56%**	**6,197**	**2.30%**
	Sub Total -B	**1,05,851**	**43.88%**	**1,34,151**	**49.77%**
	Grand Total (A+B)	**2,41,217**	**100**	**2,69,517**	**100**

ITEM NO. 4 ALTERATION OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY:

The Members are hereby informed that the Company has entered into a Shareholders' Agreement dated 6th November, 2026, executed by and amongst the Company, **VALUEQUEST TRISTAR FUND**, **TIDECREST PARTNERS, VINOTH PERUMAL, DUSHYANTH KUMAR SANAKA, SUBRAMANIYAN JEYAKUMAR, and MADHU MALA PERUMAL**, setting out, inter alia, the mutual rights and obligations of the parties, governance framework, management and operational matters, transfer of securities, affirmative voting rights, reserved matters and other terms and conditions governing their relationship with the Company and amongst themselves.

In order to give effect to the terms and conditions contemplated under the Shareholders' Agreement and to ensure that the Articles of Association of the Company are aligned with the provisions thereof, it is proposed to adopt a new set of Articles of Association in substitution of, and to the exclusion of, the existing Articles of Association of the Company.

The proposed new set of Articles of Association incorporates the relevant provisions agreed upon under the Shareholders' Agreement and provides the necessary framework for regulating the management and governance of the Company, including the rights and obligations of the shareholders, composition and functioning of the Board of Directors, matters requiring shareholder and/or investor consent, transfer and transmission of securities and other matters incidental thereto.

The adoption of the new set of Articles of Association is considered necessary to ensure that the corporate governance framework and the constitutional documents of the Company adequately reflect the arrangements agreed upon amongst the parties under the Shareholders' Agreement.

Accordingly, pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, approval of the Members by way of a Special Resolution is sought for adoption of the new set of Articles of Association in substitution of, and to the exclusion of, the existing Articles of Association of the Company.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, and/or their respective interests as parties to the Shareholders' Agreement.

The Board recommends the Special resolution set out at Item No. 4 for the approval of the members.

For ECOPMIN TECHNOLOGIES PRIVATE LIMITED

ECOPMIN TECHNOLOGIES PVT. LTD.

PERUMAL VINOTH
MANAGING DIRECTOR
DIN: 08270709

Place: Chennai
Date: 16th November, 2026

ANNEXURE A

AMENDED AND RESTATED TERMS AND CONDITIONS OF THE ZERO COUPON COMPULSORILY CONVERTIBLE DEBENTURES OF ECOPMIN TECHNOLOGIES PRIVATE LIMITED

These amended and restated terms (the "**Terms**") apply to the 10,000 (ten thousand) Zero Coupon Compulsorily Convertible Debentures of face value Rs.10 each issued by Ecopmin Technologies Private Limited (CIN: U74999TN2017PTC115222) (the "**Company**") and allotted on 24 August 2020 (the "**Debentures**"). With effect from the date on which the members of the Company approve these Terms by special resolution (the "**Effective Date**"), these Terms replace in their entirety the terms set out in Annexure 1 to the notice of the extraordinary general meeting of the Company held on 24 August 2020 (the "**Original Terms**").

1. **Status and ranking.** The Debentures are fully paid up and unsecured, and rank pari passu among themselves without any preference or priority. Subject to applicable law, they rank pari passu with the other unsecured creditors of the Company. No charge is created on any asset of the Company to secure the Debentures.

2. **Interest.** The Debentures carry interest at 0% (zero per cent) per annum.

3. **Term.** The term of the Debentures is 10 (ten) years from the date of allotment and ends on 23 August 2030 (the "**Maturity Date**"). The term shall not be extended. Any Debenture not converted earlier shall convert on the Maturity Date under paragraph 6(b).

4. Conversion ratio and price. Every 1,000 (one thousand) Debentures shall convert into 1 (one) fully paid-up equity share of the Company of face value Rs.10 (Indian Rupees Ten) (an "Equity Share"), so that all 10,000 (ten thousand) Debentures shall convert into not more than 10 (ten) Equity Shares in aggregate, subject to the valuation of the equity shares of the Company obtained in accordance with applicable law at the time of the conversion. The conversion price shall be higher of (a) Rs.10,000 (Indian Rupees Ten Thousand) per Equity Share, comprising Rs.10 (Indian Rupees Ten) towards face value and Rs. 9,990 (Indian Rupees Nine Thousand Nine Hundred and Ninety) towards securities premium; and (b) the valuation of the equity shares of the Company obtained in accordance with applicable law at the time of the conversion. No further amount is payable by a holder on conversion. The amount paid up on the Debentures being converted shall be applied towards the face value of, and the premium on, the Equity Shares issued on conversion.

5. **Fractional entitlements.** Where a holder's Debentures would convert into a fractional number of Equity Shares, the entitlement shall be rounded off to the nearest whole number, with a fraction of 0.5 (zero point five) or more being rounded up. However, the aggregate number of Equity Shares issued on conversion of all the Debentures shall not exceed 10 (ten), and the Board of Directors of the Company (the "**Board**") may adjust the rounding off to the extent necessary to ensure this. No cash shall be paid in lieu of any fractional entitlement.

6. **Conversion.**

   (a) **Optional conversion.** A holder may, at any time before the Maturity Date, require the Company to convert all or any of its Debentures (in multiples of 1,000 (one thousand) Debentures, unless all of the holder's Debentures are being converted) by written notice to the Company (a "**Conversion Notice**"). The Board shall meet within 7 (seven) days of receiving a Conversion Notice and shall allot the Equity Shares within 15 (fifteen) days of receiving it.

   (b) **Mandatory conversion.** All Debentures outstanding on the Maturity Date shall convert into Equity Shares on that date without any further act by their holders. The Board shall meet on or before the Maturity Date to allot the Equity Shares.

   (c) **Approvals.** The members of the Company have, by the special resolution approving these Terms, approved the conversion of the Debentures and the issue of Equity Shares on conversion. No further approval of the members, and no consent of any other holder, is required for a conversion under this paragraph 6.

   (d) **Form and ranking of Equity Shares.** Equity Shares issued on conversion shall be issued in dematerialised form, credited to the demat account of the holder, and shall rank pari passu in all respects with the existing Equity Shares of the Company. The holder shall be treated as the holder of record of those Equity Shares from the date of allotment.

(e) **Authorised capital.** The Company shall at all times maintain sufficient unissued authorised share capital to issue the Equity Shares on conversion of all outstanding Debentures.

7. **Transfer.** The Debentures may be transferred subject to the Articles of Association of the Company and applicable law.

8. **No shareholder rights.** The Debentures do not entitle their holders to receive notice of, attend or vote at general meetings of the Company, or to receive the annual reports of the Company.

9. **Certificates.** On dematerialisation, the physical Debenture certificates shall be surrendered and cancelled. Until then, if a certificate is mutilated, defaced, lost, stolen or destroyed, the Company shall issue a new certificate on such terms as to evidence and indemnity as the Board may reasonably require, subject to applicable law.

10. **Amendment.** These Terms may be changed, modified, varied or amended only with (a) the prior written approval of all the holders of the Debentures, (b) the approval of the Board, and (c) the approval of the members of the Company, in each case subject to applicable law.

11. **Governing law and disputes.** These Terms are governed by the laws of India. Any dispute arising out of or in connection with these Terms shall be governed by the Articles of Association of the Company and the Companies Act, 2013, and the courts at Chennai shall have exclusive jurisdiction.

ANNEXURE -B

TERMS OF THE SERIES A CCPS

The terms of Series A CCPS shall be as set out in the Shareholders' Agreement ("the Agreement") dated 6th November, 2026 executed by and amongst Ecopmin Technologies Private Limited, ValueQuest Tristar Fund, Tidecrest Partners, Vinoth Perumal, Dushyanth Kumar Sanaka, Subramaniyan Jeyakumar, and Madhu Mala Perumal and shall include the following –

1. Issue: Each Series A CCPS shall be a compulsorily and fully convertible cumulative preference share, having a face value of INR 10 (Indian Rupees Ten only).

2. Conversion: The Series A CCPS shall be compulsorily converted into Equity Shares. The number of Equity Shares to be issued to the holders of Series A CCPS upon conversion shall, subject to the other terms and conditions set forth in the Transaction Documents, be as set out in Paragraph 5 (*Conversion Terms*) below.

3. Dividend: The holder of each Series A CCPS shall be entitled to cumulative preferential dividend at the rate of 0.01% (zero point zero one percent) per year on the face value till such time that the Series A CCPS are outstanding. The Series A CCPS shall be entitled to receive dividends, at the higher of: (a) the rate of 0.01% (zero point zero one percent) per year on the face value till such time that the Series A CCPS are outstanding; and (b) the rate at which dividend is declared for holders of Equity Shares, on an As-Converted Basis. No dividends shall be declared or paid on any Equity Shares (or any other class of Securities) unless and until the prior written consent of the holders of Series A CCPS is obtained.

4. Voting Rights:

    a. Subject to Applicable Laws, the holders of Series A CCPS shall be entitled to attend and vote at all meetings of the Shareholders of the Company.

    b. Each Series A CCPS shall confer on its holder, voting rights on an As-Converted Basis. Accordingly, the holders of the Series A CCPS shall be entitled to voting rights with the holders of the Equity Shares on an As-Converted Basis.

    c. To the fullest extent permitted under the Act, the holders of Series A CCPS shall vote together with all other classes of Securities as a single class on all actions to be taken by the other Shareholders (if any) of the Company.

d. Provided, however, that if the voting rights of the Series A CCPS on an As-Converted Basis become unenforceable under Applicable Laws, until the conversion of the Series A CCPS into Equity Shares (in accordance with the terms hereof), the Promoter Group Shareholders shall vote in accordance with the instructions of the holders of Series A CCPS at meetings of the Shareholders or provide proxies without instructions, to holders of the Series A CCPS for the purposes of the meetings of the Shareholders, equivalent to the percentage of Equity Shares in the Company that the holders of Series A CCPS would hold if they were to elect to convert the Series A CCPS into Equity Shares in accordance with the terms hereof.

e. The provisions of Sections 43 and 47 of the Act or any equivalent provisions, as amended from time to time, shall not be applicable to the Company to the extent any provisions hereof conflict with them.

5. Conversion Terms:

a. a. A holder of Series A CCPS may, at any time, prior to the expiry of 20 (twenty) years from the date of allotment of the Series A CCPS, issue a notice to the Company for conversion of the Series A CCPS into such number of Equity Shares, as determined by the then applicable Series A Conversion Price, on the occurrence of the following: (i) prior to the last day permitted under Applicable Laws in connection with an IPO in terms of the Agreement; or (ii) at any time at the option of the holders of the Series A CCPS by 1 (one) day prior to the expiry of the 20 (twenty) years from the date of allotment of the Series A CCPS. At the expiry of 20 (twenty) years from the date of allotment of the Series A CCPS, the Series A CCPS shall mandatorily convert into such number of Equity Shares as determined by the then applicable Series A Conversion Price.

b. Upon the receipt of a notice for the conversion of any of the Series A CCPS into Equity Shares, the Company shall forthwith: (i) convene a meeting of the Board, in which meeting the Company shall approve the following: (A) the conversion of such number of Series A CCPS as are mentioned in the relevant notice; (B) the issuance and allotment of Equity Shares as determined by the then applicable Series A Conversion Price, effective as on the date of the relevant notice; (ii) issue and allot Equity Shares to the holders of the Series A CCPS; and (iii) take all such actions as are necessary to ensure that the relevant Equity Shares are credited to the demat account of the relevant holder(s) of the Series A CCPS. The Company shall, at all times, maintain adequate authorized equity share capital to enable such conversion of Series A CCPS into Equity Shares; provided that if the authorized share capital of the Company is insufficient to effect such conversion, the Company shall promptly take all such corporate actions as may be necessary to increase its authorized share capital as shall be sufficient for such purposes, including, without limitation, amending the Company's Memorandum and obtaining requisite approvals from Shareholders in respect thereof.

c. The holders of the Series A CCPS shall be issued fully paid-up Equity Shares and will not be required at the time of conversion of such Series A CCPS of the Company into Equity Shares, to pay any amounts to the Company towards such Equity Shares. No fractional shares shall be issued upon conversion of Series A CCPS, and the number of Equity Shares to be issued (pursuant to such conversion) shall be rounded to the nearest whole share.

d. Subject to any adjustments for any stock split, bonus shares or any other similar corporate action or pursuant to Clause 8 (*Anti-Dilution Rights*) of the Agreement, each Series A CCPS shall be convertible into such number of Equity Shares, at a price per Series A CCPS that is the Adjusted Initial Series A Conversion Price derived as per **Part A** of **the Schedule to this Annexure B** (*Determination of the Adjusted Initial Series A Conversion Price*) on the Adjustment Date, provided however, the initial conversion price of the Series A CCPS shall be equal to the initial price at which the Series A CCPS were issued on the relevant Closing Date *(as defined in the SSA)* based on the Projected Valuation (**"Initial Series A Conversion Price"**). The Company shall not undertake a Fresh Issue between the Closing Date *(as defined in the SSA)* and until the computation of the Adjusted Initial Series A Conversion Price on the Adjustment Date. The number of Equity Shares to be issued shall be the issuance price for each Series A CCPS divided by the then applicable Series A Conversion Price. Provided further that the Series A Conversion Price as determined above shall be subject to adjustments provided under Clause 8 (*Anti-Dilution Rights*) of the Agreement.

"**Series A Conversion Price**" shall mean the applicable conversion price for the conversion of Series A CCPS into Equity Shares at the time of such conversion, which shall be determined in accordance with the terms of this Paragraph 5(d), and which shall be the Adjusted Initial Series A Conversion Price or such other conversion price arrived at subject to subsequent adjustments (if any) in accordance with Clause 8 (*Anti-Dilution Rights*) of the Agreement and other terms of this Annexure B (*Terms of Series A CCPS*).

e. The Company shall pay all expenses arising on the issuance of Equity Shares pursuant to any conversion in accordance with this Paragraph 5 (*Conversion Terms*), including any stamp duty or any other taxes.

6. Anti-dilution and other adjustments: As per Clause 8 (*Anti-Dilution Rights*) of the Agreement, subject to further adjustments for stock dividends, splits, anti-dilution provisions, consolidation or sub-division or splitting up of the securities by the Company; issuance of any bonus shares, shares in a scheme of arrangement (including amalgamation or demerger), reclassification of Securities or variation of rights into other kinds of securities and other similar events. It is clarified that, where such aggregate number of

Equity Shares upon conversion of the Series A CCPS results in the requirement to allot any fractional share, such number of Equity Shares shall be deemed adjusted to round off to the nearest whole number.

7. Liquidation Preference: As per Clause 12 (*Liquidity Preference*) of the Agreement.

8. Amendment of terms: Any amendment, modification, variation, or changes to the terms of Series A CCPS or waiver of any rights attached to the Series A CCPS, shall require the prior written consent of the Investor (or its Affiliates holding Series A CCPS).

SCHEDULE TO ANNEXURE B

PART A - DETERMINATION OF THE ADJUSTED INITIAL SERIES A CONVERSION PRICE

For the purposes of this Agreement and the Transaction Documents:

a. "**Adjusted Initial Series A Conversion Price**" means the adjusted Initial Series A Conversion Price calculated based on the Final Adjusted Valuation calculated on the Adjustment Date in the following manner:

   Adjusted Initial Series A Conversion Price = (Final Adjusted Valuation *minus* Subscription Amount) ÷ Outstanding Securities.

b. "**Adjustment Date**" means the date of determination of the Final PAT, which shall be the date of finalization of the consolidated audited financial statements of the Company for the period starting 1 October 2026 to 30 September 2027, as delivered by the Auditor of the Company to the Investors and the Promoters.

c. "**Final Adjusted Valuation**" means Final PAT x PAT Multiple, subject to a cap of post-money valuation of INR 1,000,00,00,000 (Indian Rupees One Thousand Crores), determined in accordance with Part B (*Principles to be Applied in Determining the Final Adjusted Valuation*) of this Annexure A.

d. "**Final PAT**" means the PAT achieved by the Company on a consolidated basis for the period starting 1 October 2026 to 30 September 2027, as determined by the Auditor in accordance with this Agreement and the SHA based on the final consolidated audited financial statements of the Company for the said period, subject to, for the avoidance of doubt, the inclusions and exclusions to such PAT as agreed under this Agreement and the SHA.

e. "**PAT**" means profit after tax of the Company, computed in the manner set out in this Schedule.

f. "**PAT Multiple**" means the multiple of 10 (ten) times on the Projected PAT that was offered by the Investors for the Subscription Shares on the Closing Date *(as defined in the SSA)*.

g. "**Projected PAT**" means INR 100,00,00,000 (Indian Rupees One Hundred Crores) being the projected PAT of the Company as on the Closing Date *(as defined in the SSA)* based on the management estimates for the period starting 1 October 2026 to 30 September 2027.

h. "**Outstanding Securities**" means the Securities (reckoned on a Fully Diluted Basis) outstanding immediately prior to the issuance and allotment of Series A CCPS on the Closing Date *(as defined in the SSA)*.

i. "**Projected Valuation**" means the value which is equal to PAT Multiple multiplied by Projected PAT.

PART B - PRINCIPLES TO BE APPLIED IN DETERMINING THE FINAL ADJUSTED VALUATION

1. The audited consolidated financial statements of the Company for the period starting 1 October 2026 to 30 September 2027 shall be prepared by the statutory auditor duly appointed by the Company, subject to, and in accordance with, the terms of this Agreement and the SHA ("**Auditor**").

2. In preparing the audited consolidated financial statements of the Company for the period starting 1 October 2026 to 30 September 2027, Final PAT, Final Adjusted Valuation and the Adjusted Initial Series A Conversion Price, the Auditor shall act in accordance with the professional ethics and in an independent manner. To the extent the Auditor or any of its Affiliates are providing any services to the Company, the Subsidiaries, the Promoter or any of their respective Affiliates, the Auditor shall be required to ensure that appropriate measures are taken to ensure it renders its functions under this Schedule in an independent manner and on an arm's length basis.

3. The Company shall procure that the audited consolidated financial statements of the Company are prepared and presented by the Auditor in accordance with the applicable accounting standards applied consistently by the Company for the past periods (save and except as otherwise agreed in this Agreement and the SHA), including in terms of revenue recognition practices and policies for the measurement of expenses, and shall be subject to the same degree and standard of care, as would otherwise be employed by the Auditor in auditing the Company's consolidated financial statements and books of accounts and presenting its report, in accordance with the 'Standards on Auditing', as prescribed by the Institute of Chartered Accountants of India. In determining the Final PAT, the Auditor shall adhere entirely to the formula on which Company's financial projections were prepared; provided that, for abundant clarity, the workings set forth in Part C of this Annexure A are for illustrative purposes only and shall not affect the construction or interpretation of this Paragraph in any manner, save and except the formula set forth therein, and the assumptions and qualifications, basis which the projections were prepared, and the Final PAT shall be calculated basis the actual performance of the Company.

4. Notwithstanding the foregoing paragraph, PAT means for any period, the earnings (or loss) of the Company (calculated by a Big 4 Accounting Firm, on a consolidated basis, based on the operating and recurring revenue of the Company all the Subsidiaries sales to their third party customers and clients)

and further, (i) *excluding* any income and expenses relating to discontinued operations or any non-operational, non-recurring, extraordinary, exceptional or one-off items; (ii) *excluding* any gains or losses on disposal or impairment of fixed or intangible assets, aged inventory; (iii) *excluding* the effects of changes in accounting policies or standards adopted during the relevant period or any income and expenses realized which is not consistent with accounting policies or standards adopted during the relevant period or any income that is not eligible to be booked for the relevant Financial Year; (iv) *excluding* any proceeds of scrap sale; (v) *excluding* any subsidies or incentives; (vi) *excluding* any costs and expenses relating to employee stock option or incentive plans; (vii) *excluding* any refunds of taxes, duties, proceeds of litigations to the extent not debited to the Profit & Loss account and netted of with such costs and expenses incurred for realizing such receipts and payments; (viii) *excluding* any forex gains and losses which are not realised or unrelated to operating revenue; and (ix) *excluding* any prior period income or expenses which are not recorded. It is clarified, for the avoidance of doubt, no amounts mentioned above will be double counted (for instance, no costs and expenses mentioned above will be again subtracted from PAT if already debited from the profit and loss account or no gains mentioned above will be again added to the PAT if already credited to the profit and loss account). Further, in determining the Final PAT:

a) appropriate adjustments shall be made in determination of the PAT: (A) aged receivables, as per the Company's receivable provisioning policy; (B) aged inventory, as per the Company's inventory provisioning policy; (C) warranty provisions, as per the Company's warranty provisioning policy; and (D) provisions for gratuity, leave encashment, and accrued employee bonuses and other obligations, and, for avoidance of ambiguity, where any such Company policies are not in line with the requirements of the accounting standards notified under Section 133 of the Act and applicable to the Company ("Accounting Standards"), then in accordance with the requirements of the Accounting Standards; provided that, any such adjustment or provisioning which pertains to or relates to any period prior to the period starting 1 October 2026 to 30 September 2027, shall be disregarded entirely for the purposes of computing Final PAT and consequently the Adjusted Initial Series A Conversion Price, irrespective of whether such adjustment or provisioning is recognized, booked, or reflected in the audited consolidated financial statements of the Company for the period starting 1 October 2026 to 30 September 2027; and

b) appropriate adjustments / obligations as may be relevant taking into consideration the findings and recommendations of the financial due diligence report to be prepared by PricewaterhouseCoopers or such Indian firm of chartered accountants associated with any of them.

5. Immediately after (and no later than 30 (thirty) Business Days) the date on which the consolidated audited financial statements of the Company for the period starting 1 October 2026 to 30 September 2027 are available, the Company and the Promoters shall procure that the Auditor shall provide to each of the Company, the Promoters and the Investors a written certificate setting forth: (i) the Final PAT; (ii) the Adjusted Initial Series A Conversion Price, (iii) the Final Adjusted Valuation, and (iv) other

such information as may be requested by the Investors.

PART C - INVESTORS' SHAREHOLDING AND CONVERSION ILLUSTRATION

Currency: Rs in Crs

Particulars	Base Case	Case 1	Case 2
PAT	100	95	110
P/E Multiple (x)	10	10	10
Post Money Valuation	1,000	950	1,000
Subscription Amount	105	105	105
Pre Money Valuation	895	845	895
Existing Equity Shares (#) (A)	241,227	241,227	241,227
ESOP %	0%	0%	0%
ESOP Shares (#) (B)	0	0	0
Total Equity Shares (A) + (B)	241,227	241,227	241,227
Pre Money Valuation	895	845	895
Price per share (Rs)	37,102.00	35,029.00	37,102.00
Subscription Amount	105	105	105
Investors' No of Shares (#)	28,300	29,975	28,300
Total No of Shares (#)	269,527	271,202	269,527
Investors' Stake (%)	10.50%	11.05%	10.50%
Conversion ratio	1.000	1.059	1.000

VENUE OF THE EGM



ECOPMIN TECHNOLOGIES PRIVATE LIMITED

Head Office
#28B2, 2nd Main Road,
Ambattur Industrial Estate,
Ambattur,
Chennai - 600058.

Manufacturing Plant
#35B/3/A,2nd Main Road,
Ambattur Industrial Estate,
Chennai - 600058

GSTIN : 33AAECE5441Q1ZD
CIN : U74999TN2017PTC115222
Ph : 044 24811711
Email : info@ecopmin
www.ecopmin.com

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 : U74999TN2017PTC115222
NAME OF THE COMPANY : ECOPMIN TECHNOLOGIES PRIVATE LIMITED
REGISTERED OFFICE ADDRESS : NO.28, B2, 2ND MAIN ROAD, AMBATTUR INDUSTRIAL ESTATE, AMBATTUR, TAMIL NADU,600058

Name of the Member(s)	
Registered Address	
E-mail Id	Folio No

I/We, being the member(s) of_____ shares of the above-named company. Hereby appoint

Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature , or failing him	
Name :	E-mail Id:
Address:	
Signature :	

As my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on SATURDAY the **21st day of November, 2026** at 11. 00 A.M. at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(s)
1	**VARIATION OF THE TERMS OF THE ZERO COUPON COMPULSORILY CONVERTIBLE DEBENTURES**
2	**TO INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN MEMORANDUM OF ASSOCIATION OF THE COMPANY.**
3	**APPROVAL FOR THE ISSUE AND OFFER OF SERIES A COMPULSORILY CONVERTIBLE PREFERENCE SHARES ON A PREFERENTIAL BASIS THROUGH PRIVATE PLACEMENT:**
4	**ALTERATION OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY**

Affix Revenue Stamp

Signed this _____day of _____2026

Signature of the shareholder Across Revenue Stamp

Signature of Proxy holder

Note:

This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. The proxy need not be a member of the company.

ATTENDANCE SLIP

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

DP ID		**Client ID**	
Reg. Folio No.		**No. of Shares held**	

Name:

Address:

I certify that I am a member / proxy / authorized representative for the member of the Company.

I/We hereby record my/our presence at the Extraordinary General Meeting of the Company being held on _____, the _____ at _____a.m. at _____.

Please tick in the box

MEMBER ☐ **PROXY** ☐

_____ _____

Name of Member / Proxy Signature of Member / Proxy