

### NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

**NOTICE** is hereby given that the **01/2025-26** Extra-Ordinary General Meeting (“EOGM”) of the Members of GRM Overseas Limited (the “Company”) will be held on Tuesday, December 09, 2025 at 12:30 P.M through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the following business:

#### SPECIAL BUSINESS:

#### 1. To approve increase in authorized share capital of the Company and consequent alteration in Clause V of Memorandum of Association

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

“**RESOLVED THAT** in accordance with Sections 61, 64, and other applicable provisions of the Companies Act, 2013 (the “Act”), read with the Companies (Share Capital and Debentures) Rules, 2014 (the “Rules”), the Articles of Association of the Company, and upon the recommendation of the Board of Directors (hereinafter referred to as ‘the Board’, which term includes any Committee constituted or to be constituted by the Board, or any other person(s) authorized by the Board), and subject to any other applicable approvals or sanctions from statutory or regulatory authorities, consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 10,00,00,000 (Ten Crores Only) equity shares of Face Value Rs. 2/- (Rupees Two Only) each to Rs. 45,00,00,000 (Rupees Forty-Five Crores Only) divided into 22,50,00,000 (Twenty-Two Crores and Fifty Lakhs) equity shares of Face Value Rs. 2/- (Rupees Two Only) each, ranking pari-passu in all respects with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** pursuant to Section 13 and all other applicable provisions of the Act, read with the Rules framed thereunder, the Members of the Company hereby approve the replacement of the existing Clause V of the Memorandum of Association with the following new Clause V:

“V. *The Authorized Share Capital of the Company is Rs. 45,00,00,000 (Rupees Forty-Five Crores Only) divided into 22,50,00,000 (Twenty-Two Crores and Fifty Lakhs) equity shares of Face Value Rs. 2/- (Rupees Two Only) each*”

**RESOLVED FURTHER THAT** any Director and/or the Company Secretary of the Company be, and are hereby, authorized to undertake all necessary actions to obtain approvals, whether statutory, contractual, or otherwise, in relation to the above, including but not limited to filing the necessary e-forms, submitting documents, delegating powers to any person(s) as deemed necessary, giving such directions as may be required, and settling any questions, difficulties, or doubts that may arise in relation to this resolution, to effectively implement the same.”

#### 2. To approve issue of bonus shares to the Equity Shareholders

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



**“RESOLVED THAT** in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Foreign Exchange Management Act, 1999 (“FEMA”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India (“RBI”) from time to time, the Memorandum and Articles of Association of the Company and subject to such approvals as may be necessary, consent of the members of the Company be and is hereby accorded to the Board for capitalization for of a sum not exceeding INR ₹27,62,80,000/- (Rupees Twenty-Seven crore Sixty-Two lakh Eighty thousand Only) out of the securities premium account and/or any other permitted free reserve of the Company, as may be considered appropriate for the purpose of issue and allotment of bonus shares of face value of INR 2/- (Rupees Two Only) each, credited as fully paid up equity shares to the holders of the existing fully paid up equity shares of the Company, whose names appear in the Register of Members / Register of Beneficial Owners on such date (“Record Date”) as may be fixed by the Board in this regard, in the proportion of two (2) equity shares as bonus share for every one (1) existing fully paid up equity shares held by the members and that the bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such member/ beneficial owner.

**RESOLVED FURTHER THAT** the bonus shares to be allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company and shall rank in all respects pari passu with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** in accordance with Regulation 294 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Company hereby confirms that bonus shares have been duly reserved in proportion to the outstanding convertible warrants issued by the Company, prior to the proposed bonus issue, and that such bonus shares so reserved shall be issued to the holders of the said convertible warrants upon conversion thereof, on the same terms and conditions as applicable to the bonus shares issued to the existing equity shareholders of the Company.

**RESOLVED FURTHER THAT** in accordance with the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialized form only and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and further that for the members holding equity shares in physical form, the Company shall credit the bonus equity shares to a separate demat suspense account or to a demat account in name of a trustee of a trust to be settled by the Company, to hold these shares till they are credited to beneficiary accounts of respective members holding equity shares in physical form and further that the voting rights of bonus equity shares held in the suspense escrow demat account shall remain frozen.

**RESOLVED FURTHER THAT** the issue and allotment of the said bonus shares to the extent that they relate to non-resident Indians (NRIs), foreign institutional investors (FIIs), persons of Indian origin (PIO) / overseas corporate bodies (OCBs) and other foreign investors of the Company, will be subject to the approval(s), if any, of the Reserve Bank of India (RBI) and any other regulatory authority(ies), as may be required.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take necessary steps for listing of such bonus shares on the Stock Exchanges where the securities of the Company are presently listed as per provisions of the SEBI Listing Regulations and other applicable regulations, rules and guidelines.



**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to take all such steps as may be necessary and to determine all other terms and conditions of the issue of bonus shares including to settle any question, difficulty or doubt that may arise in this regard as the Board may in its absolute discretion deem fit.”

**3. Appointment of Mr. Sumit Mittal (DIN: 11376399) as Non-Executive Independent Director 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** in accordance with the provisions of Regulation 17 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re- enactment thereof for the time being in force), Mr. Sumit Mittal (DIN: 11376399) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors with effect from November 13, 2025 in terms of Section 161 of the Companies Act, 2013, and whose appointment as an Independent Director was recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the rules made thereunder and the Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a period of five years with effect from November 13, 2025 to November 12, 2030.”

**RESOLVED FURTHER THAT** any of the Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary or expedient, including filing of requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution.”

**BY ORDER OF THE BOARD OF DIRECTORS  
GRM OVERSEAS LIMITED**

**PLACE: PANIPAT  
DATE: NOVEMBER 13, 2025**

**SD/-  
ATUL GARG  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 02380612**



**NOTES:**

1. The Government of India, Ministry of Corporate Affairs has allowed conducting General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 ("MCA Circulars") and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/ CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities Exchange Board of India ("SEBI Circulars") prescribing the procedures and manner of conducting the Extra-Ordinary General Meeting through VC/OVAM. In terms of the said circulars, the 01/2025-26 Extra-Ordinary General Meeting ("EOGM") of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the EOGM through VC/OAVM only.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") with respect to the Special Business as set out in the Notice is annexed hereto.
3. Pursuant to the MCA Circulars and proviso to sub-regulation (4) of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the facility to appoint proxy to attend and cast vote for the Members is not available for this EOGM. However, in pursuance of Sections 112 and 113 of the Companies Act, 2013 ("the Act"), Members are entitled to appoint authorized representatives to vote through remote e-voting and/or attend the EOGM through VC/ OAVM and participate thereat and cast their vote through e-voting during the EOGM.
4. Since the EOGM will be held through VC/ OAVM, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
5. The Board of Directors has appointed Mr. Devesh Arora, Practicing Company Secretary (M. NO. 49034, CP No. 17860) as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
6. Corporate/Institutional members (i.e. other than individuals, HUF, NRI, etc) are required to send scanned copy of its Board or governing body resolution/authorization etc., authorizing its representative to attend EOGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization be sent to the Scrutinizer by email through its registered email address to [daa.office1@gmail.com](mailto:daa.office1@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.





8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA and SEBI Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EOGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EOGM will be provided by NSDL.
9. For ease of conduct, members who would like to ask questions/express their views on the items of the business to be transacted at the meeting can send in their questions/comments in advance mentioning their name, demat account number/ folio number, email id, mobile number at [cs@grmrice.com](mailto:cs@grmrice.com). The same will be replied by the Company suitably. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EOGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EOGM.
10. The Members can join the EOGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EOGM through VC/ OAVM will be made available for 1,000 Members on first come first served basis. However, this number does not include the large Shareholders (i.e. Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EOGM without restriction on account of first come first served basis.
11. The Registers of Members and Share Transfer Books of the Company will remain closed from Wednesday, December 03, 2025 to Tuesday, December 09, 2025 (both days inclusive).
12. The Notice calling the EOGM have also been uploaded on the website of the Company at [www.grmrice.com](http://www.grmrice.com). The same can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)), and the EOGM Notice is also available on the website of National Securities Depository Limited ("NSDL") (agency for providing the e-Voting facility) i.e. <https://www.evoting.nsdl.com/>.
13. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or Mas Services Limited, Company's Registrar and Share Transfer Agents ("RTA") (Tel. No. 011 26387281/82/83) for assistance in this regard.



**Registered Office**  
128, First Floor,  
Shiva Market Pitampura,  
Delhi 110034, India. • +91-11-4733 0330

**Corporate Office**  
8 K.M. Stone, Gohana-Rohtak Road  
Village Naultha, Panipat 132145  
Haryana, India • +91-972964 7000/8000

**Factory**  
• Gohana Road (Panipat), Haryana  
• Naultha (Panipat), Haryana  
• Gandhidham, Gujarat

Further, Members may please note that SEBI has also mandated the listed companies to issue securities in dematerialized form only, while processing any service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4 to the Company's RTA. It may be noted that any service request can be processed only after the folio is KYC Compliant.

14. Members who have not yet registered their e-mail addresses are requested to register the same with their Depository Participants ("DP") in case the shares are held by them in electronic form and with the Company/RTA in case the shares are held by them in physical form.
15. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, etc., to their DPs if the shares are held by them in electronic form and to the Company/RTA if the shares are held by them in physical form.
16. In case a person has become a member of the Company after dispatch of the EOGM Notice, but on or before the cut-off date for e-voting i.e. Tuesday, December 02, 2025, such person may obtain the User ID and Password from RTA by e-mail request on [info@masserv.com](mailto:info@masserv.com).
17. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
18. Shareholders of the Company are informed that pursuant to the provisions of the Act and the relevant rules the amount of dividend which remains unpaid/unclaimed for a period of 7 years is transferred to the 'Investor Education & Protection Fund (IEPF)' constituted by the Central Govt. Accordingly the amount of dividend which remained unpaid/unclaimed for a period of 7 years has already been transferred to IEPF. Shareholders who have not encashed their dividend warrant(s), are requested to make claim with the Registrar & Share Transfer Agent of the Company immediately. Further, pursuant to the provisions of Section 124(6) of the Act read with the relevant Rules made thereunder, shares on which dividend has not been paid or claimed for seven (7) consecutive years or more shall be transferred to the IEPF as notified by the Ministry of Corporate Affairs. In accordance with the IEPF Rules, the Company has sent notices to all the Shareholders whose shares are due for transfer to the IEPF and has also published the details thereof in notices published in newspapers.  
  
The Members whose dividend/shares are transferred to the IEPF may claim the dividend/shares by making an application to the IEPF by following the procedure as detailed in the IEPF Rules and as enumerated on the website of IEPF at <http://www.iepf.gov.in/IEPF/refund.html>
19. In terms of SEBI Circular dated 09/12/2020, the depository shall send SMS/email alerts regarding the details of the upcoming EOGM to the demat holders at least 2 days prior



to the date of commencement of e-voting. Hence members are requested to update the mobile no/email ID with their respective depository participants.

20. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar.
21. The documents referred to in the proposed resolutions are available for inspection at its Registered Office and Corporate Office of the Company during normal business hours on any working day except Saturdays, up to the date of meeting.
22. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or staying abroad or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for a long period. The statement of holdings should be obtained from the concerned Depository Participants and holdings should be verified periodically.
23. SEBI has introduced a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES 2.0 platform, the investors can initiate dispute resolution through the ODR Portal “SMART ODR” which can be accessed at <https://smartodr.in/login>.
24. All Documents, dematerialization requests and other communications in relation thereto should be addressed directly to the Company’s RTA i.e MAS Services Limited, at the address mentioned below:

**MAS Services Limited**

2nd Floor, T-34, Block T Okhla Industrial Estate  
Phase 2 Rd, Pocket W, Okhla Phase II,  
Okhla Industrial Estate,  
New Delhi, Delhi 110020  
Contact: 011-2638 7281  
Email: [info@masserv.com](mailto:info@masserv.com)

25. Instructions for e-voting and joining the EOGM are as follows:

In terms of the provisions of section 108 of the Act, read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called ‘the Rules’ for the purpose of this section of the Notice) and regulation 44 of the SEBI Listing Regulations, the Company is providing facility of remote e-voting to exercise votes on the items of business given in the Notice of Extra-Ordinary General Meeting (EOGM) through electronic voting system, to members holding shares as on Tuesday, December 02, 2025 (end of day), being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by NSDL or to vote at the e-EOGM.



**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on Saturday, 06<sup>th</sup> December 2025 at 09:00 A.M. (IST) and ends on Monday, 08<sup>th</sup> December, 2025 at 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. December 02, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, December 02, 2025.

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

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

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders                                                | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
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| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |





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|  | <ol style="list-style-type: none"> <li>If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol> |
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| Individual Shareholders holding securities in demat mode with CDSL | <ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi tab and then use your existing my easi username and password.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be</li> </ol> |
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|                                                                                                        | provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

| Login type                                                         | Helpdesk details                                                                                                                                                                                                               |
|--------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30             |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43 |

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.



Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:                                                                                                                                              |
|----------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|
| a) For Members who hold shares in demat account with NSDL.     | 8 Character DP ID followed by 8 Digit Client ID<br><br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.   |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID<br><br>For example if your Beneficiary ID is 12***** then your user ID is 12*****                                                     |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the company<br><br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.



- (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
    - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .
    - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.





**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [daa.office1@gmail.com](mailto:daa.office1@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) to our RTA at [info@masserv.com](mailto:info@masserv.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please send signed request with Folio No., Name of shareholder, scanned copy of any one share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [info@masserv.com](mailto:info@masserv.com).
2. In case shares are held in demat mode, please update your email id with your depository. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EOGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EOGM is same as the instructions mentioned above for remote e-voting.



2. Only those Members/ shareholders, who will be present in the EOGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EOGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EOGM. However, they will not be eligible to vote at the EOGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EOGM shall be the same person mentioned for Remote e-voting.

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EOGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EOGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [Investor.grm@gmail.com](mailto:Investor.grm@gmail.com) . The same will be replied by the company suitably.

#### General Instructions

- i. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e- voting.
- ii. Mr. Devesh Arora, Practicing Company Secretary (Membership No. ACS- 49034 & CP No. 17860), has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- iii. The Chairman shall, at the EOGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, for all those members who are



present VC / OAVM at the EOGM but have not cast their votes by availing the remote e-voting facility.

- iv. The Scrutinizer shall, immediately after the conclusion of voting at the EOGM, unblock the votes cast through remote e-Voting and e-Voting system at the EOGM, in the presence of at least two witnesses not in the employment of the Company and make, not later than 2 (Two) working days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any and submit to the Chairman or a person authorised by him in writing who shall counter sign the same.
- v. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.grmrice.com](http://www.grmrice.com) and on the website of NSDL i.e [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the BSE Limited and National Stock Exchange of India Limited.

BY ORDER OF THE BOARD OF DIRECTORS  
GRM OVERSEAS LIMITED

PLACE: PANIPAT  
DATE: NOVEMBER 13, 2025

SD/-  
ATUL GARG  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 02380612



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**Corporate Office**  
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**Factory**  
• Gohana Road (Panipat), Haryana  
• Naultha (Panipat), Haryana  
• Gandhidham, Gujarat

### Annexure to the Notice

#### Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

##### Item No. 01: To approve increase in authorized share capital of the Company and consequent alteration in Clause V of Memorandum of Association

The existing Authorized Share Capital of the Company is Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 10,00,00,000 (Ten Crore) equity shares of Face Value Rs. 2/- (Rupees Two Only) each.

In order to facilitate the proposed issue of bonus equity shares and to meet the Company's future capital and business expansion requirements, the Board of the Directors at its meeting held on November 13, 2025 approved increase in authorized Share capital from the existing Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 10,00,00,000 (Ten Crores Only) equity shares of Face Value Rs. 2/- (Rupees Two Only) each to Rs. 45,00,00,000 (Rupees Forty-Five Crores Only) divided into 22,50,00,000 (Twenty-Two Crores and Fifty Lakhs) equity shares of Face Value Rs. 2/- (Rupees Two Only) each ranking pari-passu in all respects with the existing equity shares of the Company, as per the Memorandum and Articles of Association of the Company, subject to shareholders approval.

Pursuant to the provisions of Section 13 & 61 of the Companies Act, 2013, approval of the Members of the company by way of passing ordinary resolution is required for increasing the Authorized Share Capital of the Company and subsequent alteration in the Memorandum of Association of the Company.

None of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Resolution, except to the extent of their shareholding in the Company, if any.

The Board of Directors of the Company recommends the resolution set out at Item No. 01 of this EGM Notice for approval of the Members as an **Ordinary Resolution**.

##### Item No. 02: To approve issue of bonus shares to the Equity Shareholders

In view of the financial strength and with the objective of recognising the continued trust and support of its shareholders, the Board of Directors, at its meeting held on Thursday, November 13, 2025, approved the proposal to issue Bonus Equity Shares to the eligible Members. The bonus issue is intended to reward longstanding shareholders, improve the liquidity of the Company's equity shares, and reinforce the Board's confidence in the Company's long-term growth prospects and profitability.

Accordingly, it is proposed to issue Bonus Equity Shares in the ratio of 2:1 i.e. 2 (Two) new fully paid-up equity shares of Face Value of ₹2/- each for every 1 (One) existing fully paid-up equity share of Face Value of ₹2/- each held by them as on the record date, by capitalizing a sum not exceeding Rs. 27,62,80,000 (Rupees Twenty-Seven Crore Sixty Two Lakhs Eighty Thousand Only) out of securities premium account and/or any other permitted free reserve of the Company, as may be considered appropriate subject to the approval of the shareholders.





The proposed bonus issue will be undertaken in accordance with Section 63 and other applicable provisions of the Companies Act, 2013, read with the relevant rules, Regulation 295 and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and all other statutory and regulatory requirements, as may be applicable.

Further, pursuant to Regulation 294(6) of SEBI (ICDR) Regulations, the allotment of shares in bonus issue shall be made in dematerialized form only, and thus, in case of members who hold equity shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participant(s) and in the case of Members who hold equity shares in physical form, the bonus equity shares shall be transferred to the Suspense Account opened in this regard, within such time as prescribed by law and the relevant authorities, subject to guidelines issued by SEBI in this regard.

*The shareholders of the Company, at their Extra-Ordinary General Meeting held on July 13, 2024, approved the issuance of Convertible Warrants to Promoters/Promoter Group and Non Promoters, on a preferential basis by way of private placement. Accordingly, in compliance with Regulation 294 of the SEBI ICDR Regulations, the Company has reserved bonus equity shares for the holders of such Warrants. The equity shares so reserved shall be issued to the respective holders at the time of conversion of the Warrants, as the case may be, on the same terms and in the same proportion in which the bonus shares were originally issued.*

The Bonus Equity Shares, once allotted, shall rank pari-passu in all respects and carry the same rights as the existing equity shares and holders of the bonus equity shares shall be entitled to participate in full in any dividend and other corporate action, recommended and declared after the new equity shares are allotted.

The Record Date for determining the eligible shareholders for the bonus issue will be fixed by the Board (or any Committee thereof) upon receipt of the members' approval.

As required under the proviso to Regulation 295(1) of the SEBI ICDR Regulations, 2018, the Company shall complete the bonus issue within two months from the date of the Board Meeting in which the decision to announce the bonus issue was approved, subject to shareholders' approval.

In accordance with Section 63 of the Companies Act, 2013, the issuance of bonus shares requires the approval of the Members through an Ordinary Resolution. The Board of Directors accordingly recommends the Ordinary Resolution, as set out in Item No. 2 of the accompanying Notice, for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Resolution, except to the extent of their shareholding in the Company, if any.

The Board of Directors of the Company recommends the resolution set out at Item No. 02 of this EGM Notice for approval of the Members as an **Ordinary Resolution**.



**Item No. 3: Appointment of Mr. Sumit Mittal (DIN: 11376399) as an Independent Director.**

Mr. Sumit Mittal (DIN: 11376399) was appointed as an Additional Independent Director of the Company by the Board of Directors based on the recommendations of Nomination and Remuneration Committee at its meeting held on November 13, 2025, in accordance with the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). Accordingly, he holds office up to the date of this General Meeting and is eligible for appointment as an Independent Director.

Pursuant to the provisions of Section 149 of the Act read with the applicable Rules made thereunder and Schedule IV to the Act, an Independent Director shall hold office for a term of up to five consecutive years and shall not be liable to retire by rotation, for a term of five consecutive years, commencing from November 13, 2025 to November 12, 2030. Mr. Sumit Mittal has submitted a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and the SEBI Listing Regulations.

As per Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Mr. Sumit Mittal has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Sumit Mittal has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies. Further, Mr. Sumit Mittal has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to approval by the Members.

In the opinion of the Board, Mr. Sumit Mittal fulfils the conditions specified in the Act and the Rules made thereunder for appointment as an Independent Director and is independent of the management. The Board is of the view that, considering his qualifications, experience, and expertise, the appointment of Mr. Sumit Mittal would be beneficial and in the best interests of the Company.

The terms and conditions of appointment of Mr. Sumit Mittal shall be available for inspection by the Members at the Registered Office of the Company during normal business hours on any working day up to the date of the Meeting.

Mr. Sumit Mittal is interested and concerned in the Resolution mentioned at **Item No. 3** of the Notice, pertaining to his appointment.

Except Mr. Sumit Mittal, none of the other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board accordingly recommends the **Special Resolution** set forth in **Item No. 3** of the accompanying Notice for approval of the Members.

Disclosure pursuant to regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is set out in the 'Annexure A' to the Explanatory Statement.



PLACE: PANIPAT  
DATE: NOVEMBER 13, 2025

SD/-  
ATUL GARG  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 02380612



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• Gandhidham, Gujarat

**Annexure A**

**Details of the Directors seeking appointment required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2.**

|                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name                                                                                  | Mr. Sumit Mittal                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Date of Birth/Age                                                                     | 19/02/1984                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Director Identification Number (DIN)                                                  | 11376399                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Date of first appointment on the board                                                | November 13, 2025                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Qualification                                                                         | Commerce Graduate                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Expertise in specific functional areas                                                | Mr. Sumit Mittal has a strong foundation in accounting, finance, and business operations. In addition to his academic background, he has actively engaged with farmers, gaining practical insights into agricultural markets and the supply chain. This experience enhances his understanding of market dynamics and stakeholder relationships, enabling him to contribute effectively to informed decision-making and organizational growth. |
| Remuneration last drawn (including sitting fees, if any)                              | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Terms and conditions of appointment                                                   | Terms and Conditions of appointment or reappointment are as per the Nomination and Remuneration Policy of the Company as displayed on the Company's website i.e <a href="http://www.grmrice.com">www.grmrice.com</a> . He shall be appointed as a Non Executive Independent Director for a first term of 5 years i.e from November 13, 2025 to November 12, 2030, not liable to retire by rotation.                                           |
| Number of Meetings of the Board attended during FY 2025-26                            | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Memberships / Chairmanships of committees of other companies as on the date of Notice | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Number of shares held in the Company (self and as a beneficial owner)                 | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Justification for appointment of Independent Director                                 | The Board is of the view that Mr. Mittal's background in accounting, finance, agricultural engagement, and understanding of market dynamics will strengthen the Board's overall diversity of skills and perspectives. His independent judgment and experience will contribute meaningfully to governance, risk management, and strategic oversight of the Company.                                                                            |



|                                                                                                                                                                                       |                                                                                                                                               |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|
| Listed entities from which the Director has resigned in the past three years                                                                                                          | Nil                                                                                                                                           |
| Relationship with other Directors / Key Managerial Personnel                                                                                                                          | He is not related to any Director, Key Managerial Personnel or their relatives of the Company.                                                |
| Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/ CML/2018/24, dated June 20, 2018. | Mr. Sumit Mittal (DIN: 11376399) is not debarred from holding the office of Director pursuant to any order passed by SEBI or other authority. |



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