

Notice of 2nd AGM of the Company

NOTICE is hereby given that the 2nd Annual General Meeting (AGM) of the members of Picturepost Studios Limited at WeWork Lightbridge, 6th floor, Hiranandani Business Park, Saki Vihar Rd, Tunga Village, Chandivali, Powai, Mumbai, Maharashtra 400072, India will be held on Tuesday, 30th September 2025 at 10.00 am to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone and Consolidated financial statement of the Company for the financial year ended on 31st March 2025 and the reports of the Board of Directors and Auditors thereon.

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT the audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint Mr. Shailendra Ishwardas Chandgotia, Director (DIN: 09170753), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for reappointment, 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 152 and other applicable provisions of the Companies Act, 2013, Mr. Shailendra Ishwardas Chandgotia, Director (DIN: 09170753) who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. To appoint Ms. Deepa Shailendra Chandgothia, Director (DIN: 09170542), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers herself for reappointment, 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 152 and other applicable provisions of the Companies Act, 2013, Ms. Deepa Shailendra Chandgothia, Director (DIN: 09170542), who retires by rotation and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

4. To re-appoint M/s Bagaria & Co. LLP Chartered Accountant (FRN 113447W/W100019), as the Statutory Auditors of the Company for a term of five years and in this regard 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 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee M/s Bagaria & Co. LLP Chartered Accountant (FRN 113447W/W100019), be and are hereby reappointed as a Statutory Auditors of the Company for a term of five years to hold office from the conclusion of 2nd Annual General Meeting till the conclusion of 7th Annual General Meeting on such remuneration plus taxes and reimbursement of out of pocket expenses as may be incurred by them in connection with audit of accounts of the Company, as may be mutually agreed upon between the Board of Directors and the Statutory Auditors."

SPECIAL BUSINESS:

5. To re-appoint M/s N. Bagaria & Associates, Company Secretary in Practice, as the Secretarial Auditors of the Company for a term of five years and in this regard and if thought fit, to pass with or without modification(s) the following resolution as a Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Audit Committee and the Board of Directors, M/s N. Bagaria & Associates, Company Secretary in Practice (Firm Unique Identification no. P2007MH008300) be and are hereby appointed as the Secretarial Auditors of the Company for a term of 5 (Five) consecutive years to hold office from the conclusion of this 2nd Annual General Meeting until the conclusion of the 7th Annual General Meeting of the Company, and to conduct secretarial audit for the financial year 2025-26 to the financial year 2029-30 at such remuneration (exclusive of applicable taxes and reimbursement of out of pocket expenses) as shall be fixed by the Board of Directors of the Company from time to time in consultation with them.

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RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

6. Omnibus approval for Related Party Transactions for F.Y. 2025-26

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

"RESOLVED THAT pursuant to the provisions of Section 2 (76), 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company's Policy on Related Party Transactions, the consent of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include any committee thereof), to enter into and/or continue to enter into related party transactions, whether individually or on an omnibus basis, with the related parties, as defined under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations for the financial year 2025-26 and onwards, on such terms and conditions as may be mutually agreed upon between the Company and the related parties, up to an aggregate value not exceeding ₹1,00,00,000/- (Rupees One Crore) each transaction during any financial year, as detailed below:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Limit / Estimated Annual Amount (₹)
1	Parish Tekriwal	Director	Remuneration	55,00,000
2	Shailendra Chandgotia	Director	Remuneration	15,00,000
3	Deepa Chandgotia	Relative of Director	Remuneration	15,00,000
4	Pooja Chandgotia	Relative of Director	Salary	15,00,000

RESOLVED FURTHER THAT as recommended by Audit Committee and approved by Board of Directors, in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in cases where the need for any Related Party Transaction cannot be foreseen and the aforesaid details are not available, the omnibus approval be and hereby granted for such transactions, subject to the condition that the value of each such transaction shall not exceed Rupees One Crore per transaction.

RESOLVED FURTHER THAT the approval of the members shall be deemed to include approval for all existing contracts/ arrangements/transactions entered into with the related parties, and the Board be and is hereby authorised to determine the actual sums to be transacted, the timing, and the terms and conditions of each transaction, subject to the approved limits.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this resolution."

7. To approve / ratify Related Party Transaction for FY 2025-26:

"RESOLVED THAT pursuant to the provisions of Sections 188 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any amendment, modification, variation or re-enactment to any of the foregoing), and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, subject to the consent of the Audit Committee passed at their respective meetings, approval of members of the Company be and is hereby accorded to ratify and approve all the material related party transactions (including any modifications, alterations or amendments thereto) entered into / to be entered into by the Company during, F.Y. 2025-26 and onwards in the ordinary course of business and on arm's length basis with related Party/ies and / or with a person in whom any of the director of the Company is interested within the meaning of the Act and SEBI Listing Regulations, as per below framework:

Sr. No.	Name	Nature	Amt.
1	Parish Tekriwal	Directors Remuneration	3,600,000
2	Shailendra Chandgotia	Directors Remuneration	900,000
3	Deepa Chandgotia	Directors Remuneration	900,000
4	Pooja Chandgotia	Salary	300,000

RESOLVED FURTHER THAT the Board of Directors and/or the Audit Committee be and is hereby authorized to agree, make, accept and finalize such terms and conditions as may be deemed fit from time to time and execute all such agreement(s), document(s), instrument(s) and writing(s) and do all such act(s), deed(s), matter(s) and thing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s)/ Authorised Representative(s) of the Company and to settle any question, or doubt that may arise in relation thereto, without being required to seek any further consent or approval of the Members to this end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board or its Committees or any person authorized as above, in connection with any matter(s) referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.

8. Increase in Borrowing Limits of the Company under Section 180(1)(C) of the Companies Act, 2013.

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

“RESOLVED THAT pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other enabling provisions if any, and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors (“the Board”) to borrow any sum(s) of money, from time to time, including by way of issuance of debentures/bonds (including FCCBs), at their discretion from bank(s), financial institution(s), any other lending institution(s) or any other person(s) on such security and on such terms and conditions as may be considered suitable by the Board of Directors up to a limit not exceeding an aggregate of ₹ 30.00 Crore (Rupees Thirty Crore Only), notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business), may exceed, at any time, the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.

RESOLVED FURTHER THAT any of the directors of the company be and are hereby authorized to borrow, negotiate, execute, amend, ratify any deed, document within the overall limit set.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board (including any Committee of the Board) be and is hereby authorized to finalize, settle and execute such documents/deeds/writings/papers/ agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company.”

**By Order of the Board
For Picturepost Studios Limited**

Sd/-

**Mr. Parish Tekriwal
Managing Director
DIN: 03530041**

Registered office: 701, 7th Floor, Sapphire Building,
Junction of S.V. Rd & 1st Rd, Khar (W), Khar Colony,
Mumbai, Maharashtra, India, 400052
CIN: U62099MH2023PLC404020
Date: 29th August 2025
Place: Mumbai

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NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS UP TO AND NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.
2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days' written notice is given to the Company.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ('the Act') relating to the Ordinary/ Special Business(es) to be transacted at the 30th Annual General Meeting of the Company (the "Meeting" or "AGM") under Item Nos. 4 to 8, is annexed hereto. The relevant details as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2), in respect of the persons seeking re-appointment as Directors or whose remuneration is proposed, are given under the heading "Profile of Directors" forming part of this Notice as Annexure A.
4. Route map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.
5. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Resolutions for consideration at this AGM will be transacted through remote e-voting (facility to cast vote from a place other than the venue of the AGM) and also e-voting at the AGM venue, for which purpose the Board of Directors of the Company ('the Board') have engaged the services of NSDL. The Board has appointed Nirmal Tiwari & Associates, Company Secretaries, as the Scrutinizer for this purpose.
6. The facility for e-voting will be available at the AGM venue to those Members who do not cast their votes by remote e-voting prior to the AGM. Members, who cast their votes by remote e-voting, may attend the AGM but will not be entitled to cast their votes once again.
7. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on 22nd September, 2025 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting at the AGM venue. A person who is not a member on the cut-off date should accordingly treat this Notice as for information purposes only.
8. Members may visit the Company's corporate website to view the Financial Statements or access information pertaining to the Company. Queries, if any, should be sent at least 10 days before the AGM to the Company Secretary at the Registered Office of the Company.
9. Members are required to bring their attendance slips to the AGM. Company will not be in a position to provide duplicate attendance slips or copies of the Report and Accounts at the AGM venue.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins Saturday, 27th September, 2025 at 09:00 A.M. and ends on Monday, 29th September, 2025 05.00 P.M. 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., **22nd September, 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 **22nd September, 2025**.

The Company will also be publishing an advertisement in newspapers containing the details about the AGM i.e., date and time of AGM, details for e-voting, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses and other matters as may be required.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual 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
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period
	2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	3. 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. 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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Type of shareholders	Login Method
	4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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. upon logging in, you will be able to see e-Voting option. 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 company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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 evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting 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 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 For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

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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.
 - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 csnirmaltiwari@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 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 or call on : 022 - 4886 7000 or send a request to Mr. Suketh Shetty at evoting@nsdl.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 provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investors@picturepoststudio.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investors@picturepoststudio.com. If you are an Individual shareholder 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 for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com 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 AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
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 AGM shall be the same person mentioned for Remote e-voting.

E-VOTING

Voting rights of Members shall be reckoned on the paid-up value of equity shares registered in their name as on the Cut-off date.

Members 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 i.e., 22nd September, 2025, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM, as the case may be.

The procedure for e-voting on the day of the AGM is identical to Remote e-voting instructions as outlined in this Notice.

Any person who becomes a Member of the Company after dispatch of the Notice and holds equity shares as on the Cut-off date can vote by following the procedure for e-voting, as outlined in the Notice.

Any person holding shares in physical form, who acquire equity shares of the Company and become Member after the notice is sent through e-mail and is holding shares as of the Cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022 - 4886 7000. In case of Shareholders holding securities in demat mode who acquire shares and become Member after the notice is sent through e-mail and holding shares as of the Cut-off date may follow steps mentioned in the Notice.

Members present at the 2nd AGM and who have not cast their vote on resolutions set out in the Notice convening the AGM through remote e-voting and who are not otherwise barred from doing so, shall be allowed to cast their vote through e-voting facility during the AGM.

However, Members who have exercised their right to vote during the Remote e-voting period may attend the AGM but shall not be entitled to cast their vote again.

Once the vote on a resolution is cast, Member shall not be allowed to change the same subsequently or cast vote again.

Notice of 2nd AGM of the Company

Members can opt for only one mode of voting i.e. either through Remote e-voting or e-voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail.

In case of joint holders attending the AGM, only such joint holder who is higher in the order of names as per the Company's records, will be entitled to cast vote or the first holder as per companies' record will be entitled to attend the meeting.

INSPECTION OF DOCUMENTS:

The statutory registers maintained under Section 170 and Section 189 of the Act and other documents referred in the Notice convening this AGM shall be made available for inspection by Members during the remote e-voting period and during the proceedings of the AGM.

Members seeking to inspect such documents can send an email to investors@picturepoststudio.com with subject line "Inspection of Documents", mentioning their name, DP ID and Client ID and documents they wish to inspect.

DECLARATION OF RESULTS OF VOTING:

After conclusion of the meeting, the Scrutinizer will submit the report on votes cast in favour or against and invalid votes, if any, to the Chairman or any other person authorized by him, who shall countersign the same, and the result of the voting will be declared within the time stipulated under the applicable laws. The voting results along with the Scrutinizer's report, will be hosted on the Company's website on <https://picturepoststudio.com/>, website of NSDL, [https:// www.evoting.nsdl.com/](https://www.evoting.nsdl.com/), displayed on the Notice Board of the Company at the Registered Office and will be simultaneously forwarded to the Stock Exchanges i.e. National Stock Exchange of India Limited.

CONTACT DETAILS:

Particulars	Company	Registrar and Transfer Agent	e-Voting Agency	Scrutinizer
Name	Picturepost Studios Limited	Bigshare Services Pvt. Ltd.	National Securities Depository Limited	Nirmal Tiwari & Associates, Company Secretaries
Address	701, 7 th Floor, Sapphire Building, Junction of S.V. Rd & 1 st Rd, Khar (W), Khar Colony, Mumbai, Maharashtra, India, 400052	Office No S6-2, 6 th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400 093	301, 3 rd Floor, Naman Chambers, G Block, Plot No-C-32, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051	807, IJMIMA Complex, Behind Infinity Mall, Off Link Road, Malad (West), Mumbai - 400064
Phone	9769199410	+ 9122 6263 8200	022 - 4886 7000	
Email- ID	investors@picturepoststudio.com	info@bigshareonline.com	evoting@nsdl.com	csnirmaltiwari@gmail.com

EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") sets out all material facts relating to the business mentioned at Item Nos. 4 to Item No. 8 of the accompanying to this Notice.

ITEM NO. 4:

The shareholders of the Company, at an Extra Ordinary General Meeting held on 5th August, 2025, had appointed M/s Bagaria & Co. LLP Chartered Accountant (FRN 113447W/W100019) as the Statutory Auditors of the Company to hold office until the conclusion of the ensuing AGM of the Company at such remuneration (exclusive of applicable taxes and reimbursement of out of pocket expenses) as fixed by the Board of Directors of the Company in consultation with them.

Under the provisions of Section 139(2) of the Act, the Company is permitted to appoint the aforementioned Statutory Auditors for two terms of 5 (five) years. The Audit Committee and the Board of Directors at their respective meetings held on August 29, 2025 respectively, have recommended the appointment of M/s Bagaria & Co. LLP Chartered Accountant for a first term of 5 (five) years from the conclusion of this 2nd AGM upto the conclusion of 7th AGM and to conduct secretarial audit of the Company for the financial year 2025-26 to financial year 2029-30 of the Company, at such remuneration as may be fixed by the Board of Directors in consultation with them. M/s Bagaria & Co. LLP Chartered Accountant have consented to act as Statutory Auditors and have confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have also confirmed, that they are not disqualified to be appointed as Auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

M/s Bagaria & Co. LLP is a firm of Practicing chartered accountant which was established in Mumbai in the year 1985, evolved into one of India's premier niche professional firms and became Mumbai's best accounting CA firm and to provide professional consultancy services in the field of audit, taxation, corporate advisory, and consultancy services across various sectors.

The Proposed remuneration to be paid to the Statutory Auditor for the financial year 2025-26 Shall be as mutually agreed between the Company and Auditors. The said remuneration excludes applicable taxes and out of pocket expenses. The remuneration for the subsequent years of their term shall be fixed by the Board of Directors based on the recommendation of the Audit Committee of the Company.

The Board recommends the Resolution as set out at item no. 4 of the Notice for approval of the Members as an Ordinary Resolution.

None of the Director(s) and/ or Key Managerial Personnel of the Company and/ or their relatives are in any way concerned or interested, financially or otherwise, in the proposed Ordinary Resolution, except to the extent of their equity holding in the Company, if any.

ITEM NO. 5:

In accordance with Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory

modification(s) or re-enactment(s) thereof, for the time being in force), and the recent amendment there to and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the Board of Directors of the Company, at its meeting held on April 24, 2025, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company, the appointment of M/s N. Bagaria & Associates, Company Secretary in Practice (Firm Unique Identification no. P2007MH008300) as the Secretarial Auditors of the Company for a term of 5 (Five) consecutive years from the conclusion of 2nd AGM till the conclusion of the 7th AGM and to conduct secretarial audit of the Company for the financial year 2025-26 to financial year 2029-30 on payment of such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditor.

M/s. N. Bagaria & Associates is a firm of Practicing Company Secretaries which was established in Mumbai in the year 2003 to provide professional consultancy services in the field of Corporate Laws such as Companies Act, 2013, Limited Liability Partnership Act, 2008, Securities & Exchange Board of India Act, 1992, Foreign Exchange Management Act, 1999, Income Tax Act, 1961, Insolvency & Bankruptcy Code, 2016 etc

M/s N. Bagaria & Associates have consented to their appointment as the Secretarial Auditor, if appointed and have confirmed that they hold a valid certificate of peer review issued by the Institute of Company Secretaries of India ("ICSI"). Further, M/s N. Bagaria & Associates have confirmed that they are eligible for appointment as the Secretarial Auditor and are free from any disqualifications.

Notice of 2nd AGM of the Company

The Proposed remuneration to be paid to the Secretarial Auditor for the financial year 2025-26 Shall be as mutually agreed between the Company and Auditors. The said remuneration excludes applicable taxes and out of pocket expenses. The remuneration for the subsequent years of their term shall be fixed by the Board of Directors based on the recommendation of the Audit Committee of the Company. In accordance with the provisions of Regulation 24A of the SEBI Listing Regulations, the appointment of Secretarial Auditor, is required to be approved by the Members of the Company.

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

None of the Director(s) and/ or Key Managerial Personnel of the Company and/ or their relatives are in any way concerned or interested, financially or otherwise, in the proposed Ordinary Resolution, except to the extent of their equity holding in the Company, if any.

ITEM NO. 6:

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), all material related party transactions and any subsequent material modifications require prior approval of shareholders through a special resolution, even if such transactions are in the ordinary course of business and at arm's length basis.

A transaction is considered material if the transaction(s) to be entered into, individually or taken together with previous transactions during a financial year (whether directly or through subsidiaries), exceed ₹1,000 crore or 10% of the annual consolidated turnover of the Company, as per the last audited financial statements whichever is lower.

Although these transactions qualify as being in the ordinary course of business and are conducted on an arm's length basis, the Company anticipates that the value of such transactions during the financial year 2025-26 may exceed the prescribed materiality thresholds under applicable provisions of the Companies Act, 2013 and the rules made thereunder, and/or the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (if applicable).

Therefore, shareholder approval is being sought for omnibus approval of the following related party transactions for FY 2025-26:

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	Estimated Annual Amount (₹)
1	Parish Tekriwal	Director	Remuneration	55,00,000
2	Shailendra Chandgotia	Director	Remuneration	15,00,000
3	Deepa Chandgotia	Relative of Director	Remuneration	15,00,000
4	Pooja Chandgotia	Relative of Director	Salary	15,00,000

Also, as recommended by Audit Committee and approved by Board of Directors, in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in cases where the need for any Related Party Transaction cannot be foreseen and the aforesaid details are not available, the omnibus approval be and hereby granted for such transactions, subject to the condition that the value of each such transaction shall not exceed Rupees One Crore per transaction.

All the above transactions have been reviewed and recommended by the Audit Committee and approved by the Board of Directors in compliance with applicable law and the Company's Policy on Related Party Transactions.

Accordingly, the Board recommends passing of the special resolution for omnibus approval and ratification of the above transactions.

Save and except Parish Tekriwal, Shailendra Chandgotia, Deepa Chandgotia, and Pooja Chandgotia, none of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 7:

The Company, in the ordinary course of its business and on an arm's length basis, has entered into and may continue to enter into certain transactions with related parties, including the payment of remuneration/salary to Directors and their relatives. These transactions fall within the scope of "Related Party Transactions" as defined under Section 188 of the Companies Act, 2013 ("the Act") and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In terms of the applicable provisions of the Act and SEBI Listing Regulations, prior approval of the shareholders is required for material related party transactions. Additionally, where such transactions have already been entered into without prior shareholder approval (but in compliance with the ordinary course and arm's length principles), ratification by the shareholders is necessary to ensure compliance with regulatory requirements.

Accordingly, the approval of the members of the Company is being sought for the ratification and/or approval of the related party transactions entered into and continuing during the financial year 2025–26 and onwards, details of which are set out in the resolution. These transactions are being undertaken in the ordinary course of business and on an arm's length basis.

The Board of Directors recommends the resolution for the approval of the shareholders by way of a Special Resolution.

Save and except Parish Tekriwal, Shailendra Chandgotia, Deepa Chandgotia, and Pooja Chandgotia, none of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 8:

Section 180(1) (c) of the Companies Act, 2013 ("the Act"), requires that the Board shall only exercise the powers to borrow money, where the money to be borrowed, together with the money already borrowed by the Company exceeds aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, only with the consent of the Members by passing a special resolution.

In view of the aforesaid Proposed Transactions and given the Company's existing and future financial requirements, the Company shall require additional funds and for this purpose, the Company is desirous of raising finance from banks/ financial institutions/investors or any other lender or through issuance of convertible/non-convertible debentures or any other persons as may be considered fit, which, together with the moneys already borrowed by the Company and the monies to be borrowed (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital, free reserves and securities premium of the Company.

Accordingly, the Board of Directors in its Meeting held on 29th August, 2025 have by way of their Resolution, approved to borrow from time to time a sum not exceeding ₹ 30.00 crores (Rupees Thirty crores only), on such terms and conditions as it may deem fit under Section 180(1)(c) of the Act.

It is, therefore, proposed to seek the approval of the Members to increase the borrowing limits to ₹ 30.00 crores (Rupees Thirty crores only), by way of a special resolution. The above proposal is in the interest of the Company and the Board recommends the Special Resolution as set forth in Item No. 8 of the Notice for approval by the Members of the Company. None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

**By Order of the Board
For Picturepost Studios Limited**

Sd/-

**Mr. Parish Tekriwal
Managing Director
DIN: 03530041**

Registered office: 701, 7th Floor, Sapphire Building,
Junction of S.V. Rd & 1st Rd, Khar (W), Khar Colony,
Mumbai, Maharashtra, India, 400052
CIN: U62099MH2023PLC404020

Date: 29th August 2025

Place: Mumbai

Notice of 2nd AGM of the Company

Annexure A

Details of the Directors retiring by rotation and seeking re-appointment / appointment at the Annual General Meeting pursuant to (i) Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standards on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India (ICSI) are as under:

(I)

Name of the Director	Mr. Shailendra Ishwardas Chandgotia
Designation and Category of Directorship	Executive Director, Promoter
Directors Identification Number	09170753
Date of Birth	September 20, 1965
Age	60 Years
Date of first Appointment on board of the Company	01/06/2023
Brief Resume, Experience and Expertise in Functional Area	Mr. Shailendra Ishwardas Chandgotia, aged 58 years, is the Promoter and Executive Director of our Company. He has completed his Higher Secondary Education from the Maharashtra State Board. He is the Founder and Proprietor of Shreejee Tex (since 2001), engaged in the textile trading business. He is also associated with Silvercloud Investments Private Limited (Director since June 2021) and Vihi International Private Limited (Director since March 2023), where he manages financial operations and business growth strategies. In our Company, he was initially appointed as Designated Partner in March 2021, later as First Director, and re-designated as Executive Director in May 2024. He has over 23 years of entrepreneurial experience, including 3 years in the VFX industry, and has contributed significantly to our Company's growth and expansion.
Terms and Conditions of appointment / re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013. Same as original appointment.
Number of Meetings of the Board attended during the year	11/11 Board Meeting attended during FY 2024-25
Remuneration last drawn	₹ 9.00 Lakhs
Remuneration sought to be paid	₹ 9.00 Lakhs
List of Directorship held in other companies	1. Vihi International Private Limited 2. SilverCloud Investments Private Limited
Memberships/ Chairmanships of Committees across companies (excluding foreign companies)	1 (One) Stakeholders' Relationship Committee -Member
Shareholding in the Company including as a beneficial owner	17.25%
Relationship with other Directors, Manager and other Key Managerial Personnel	Spouse of Ms. Deepa Shailendra Chandgothia, Director Father of Ms. Pooja Shailendra Chandgothia, CFO

(II)

Name of the Director	Ms. Deepa Shailendra Chandgotia
Designation and Category of Directorship	Executive Director, Promoter
Directors Identification Number	09170542
Date of Birth	May 15, 1968
Age	57 Years
Date of first Appointment on board of the Company	01/06/2023
Brief Resume, Experience and Expertise in Functional Area	Ms. Deepa Shailendra Chandgotia , aged 56 years, is the Promoter and Executive Director of our Company. She is also associated with Vihi International Private Limited (since March 2023). In our Company, she was appointed as Designated Partner in March 2021 and later as First Director. She was re-designated as Executive Director in May 2024. She has over 3 years of experience in the VFX industry and has played an active role in team building, fostering innovation, and enhancing organizational productivity.
Terms and Conditions of appointment / re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013. Same as original appointment.
Number of Meetings of the Board attended during the year	11/11 Board Meeting attended during FY 2024-25
Remuneration last drawn	₹ 9.00 Lakhs
Remuneration sought to be paid	₹ 9.00 Lakhs
List of Directorship held in other companies	1. Vihi International Private Limited
Memberships/ Chairmanships of Committees across companies (excluding foreign companies)	None
Shareholding in the Company including as a beneficial owner	17.25%
Relationship with other Directors, Manager and other Key Managerial Personnel	Spouse of Mr. Shailendra Ishwardas Chandgotia, Director Mother of Ms. Pooja Shailendra Chandgotia, CFO

Notice of 2nd AGM of the Company

Picturepost Studios Limited

Registered office: 701, 7th Floor, Sapphire Building, Junction of S.V. Rd & 1st Rd, Khar (W), Khar Colony, Mumbai,
Maharashtra, India, 400052

CIN: U62099MH2023PLC404020

ATTENDANCE SLIP

Second Annual General Meeting of the Company

Day, Date & Time: Tuesday, 30th September, 2025 at 10.00 AM

Regd. Folio No. _____ ;

DP ID _____ Client ID/Ben. A/C _____ ;

No. of shares held _____ ;

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 2nd Annual General Meeting of the Company on Tuesday, 30th September, 2025 at 10.00 AM at WeWork Lightbridge, 6th floor, Hiranandani Business Park, Saki Vihar Rd, Tunga Village, Chandivali, Powai, Mumbai, Maharashtra 400072, India

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

FORM NO. MGT-11

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

PROXY FORM

Name of the member(s): _____

Registered address: _____

E-mail Id: _____ Folio No./ Client Id: _____

DP ID: _____

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

1. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

or failing him/her

2. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

or failing him/her

3. Name: _____ Address: _____

E-mail Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2nd Annual General Meeting of the Company, to be held on the Tuesday, 30th day of September, 2025 at 10 a.m. at WeWork Lightbridge, 6th floor, Hiranandani Business Park, Saki Vihar Rd, Tunga Village, Chandivali, Powai, Mumbai, Maharashtra 400072, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	For/Against
ORDINARY BUSINESS		
1	To receive, consider and adopt the audited Standalone and Consolidated financial statement	For / Against
2	To appoint Mr. Shailendra Ishwardas Chandgotia, Director (DIN: 09170753), who retires by rotation	For / Against
3	To appoint Ms. Deepa Shailendra Chandgotia, Director (DIN: 09170542), who retires by rotation	For / Against
4	To re-appoint M/s Bagaria & Co. LLP Chartered Accountant (FRN 113447W/W100019), as a Statutory Auditors of the Company	For / Against
SPECIAL BUSINESS		
5	To re-appoint M/s N. Bagaria & Associates, Company Secretary in Practice, as a Secretarial Auditor	For / Against
6	Omnibus approval for Related Party Transactions for F.Y. 2025-26	For / Against
7	To approve / ratify Related Party Transaction for FY 2025-26	For / Against
8	Increase in Borrowing Limits of the company under Section 180(1)(C) of the Companies Act, 2013	For / Against

Signed this ____ day of _____ 20____

Signature of shareholder(s): _____

Signature of Proxy holder(s): _____

AFFIX REVENUE
STAMP

- Note:
1. 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.
 2. A proxy need not be a member of the company.

Notice of 2nd AGM of the Company

ROAD MAP OF AGM VENUE

WeWork Lightbridge,
6th floor, Hiranandani Business Park,
Saki Vihar Rd, Tunga Village, Chandivali,
Powai, Mumbai, Maharashtra 400072, India

□ Road Map to WeWork Lightbridge - Chandivali, Powai (AGM Venue)

