



ASAHI INDIA GLASS LIMITED

CIN: L26102DL1984PLC019542

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Kirti Nagar, New Delhi – 110 015, **Phone:** (011) 4945 4900

Corporate Office: 3rd Floor, Tower - D, Global Business Park,
Mehrauli-Gurugram Road, Gurugram - 122 002 (Haryana)

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POSTAL BALLOT NOTICE

[Pursuant to Section(s) 108 & 110 of the Companies Act, 2013, read with
Rule(s) 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Members,

Notice is hereby given, pursuant to the provisions of Section(s) 108 & 110 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force ("Act"), read with Rule(s) 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), read with MCA General Circular Nos. 14/2020, 03/2022, 11/2022, 09/2023 and 09/2024 dated 8th April, 2020, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024 respectively, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), as amended, Secretarial Standard – 2 on General Meeting ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") and pursuant to other applicable laws and regulations, to transact the special business as set out hereunder through Postal Ballot (only through the remote e-voting process).

The proposed Resolution along with Explanatory Statement setting out material facts as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars are appended below seeking consent of the Members of Asahi India Glass Limited ("AIS") through remote e-voting.

In compliance with Regulation 44 of the LODR and pursuant to the provisions of Section(s) 108 & 110 of the Act read with the Rules, the MCA Circulars and SS-2, AIS has extended remote e-voting facility as the only medium to its Members to enable them to cast their votes electronically instead of submitting the Postal Ballot Form and has engaged the services of Central Depository Services (India) Limited ("CDSL") for the said purpose. The instructions for remote e-voting are appended to this Postal Ballot Notice.

The Board of Directors of AIS have appointed Mr. Sanjeev Pandey, Membership No. 10272 and Certificate of Practice No. 17237, Partner of SSPK & Co., Company Secretaries, to act as the Scrutinizer ("Scrutinizer"), for conducting the Postal Ballot only through the remote e-voting process, in a fair and transparent manner.

You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) on the proposed resolution through the remote e-voting process, not later than 5:00 p.m. (IST) on Saturday, 21st June, 2025. The assent or dissent received after such date and time shall be treated as if the reply from the Member has not been received.

After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman & Managing Director of the Company or any person authorized by him in his absence. The results of the voting conducted through Postal Ballot (through the remote e-voting process) will be announced by the Chairman & Managing Director or any person authorized by him within 2 (two) working days from the conclusion of remote e-voting process i.e. on or before Tuesday, 24th June, 2025. The said results along with the Scrutinizer's Report, will also be displayed on the website of AIS (www.aisglass.com) and communicated to the Stock Exchanges and CDSL. The proposed resolution, if approved, shall be deemed to have been passed on the last date specified by the Company for receipt of vote i.e. Saturday, 21st June, 2025.

RESOLUTION PROPOSED TO BE PASSED BY THE MEMBERS THROUGH POSTAL BALLOT (BY REMOTE E-VOTING)

SPECIAL BUSINESS

Item No. 1

Appointment of Mr. Shashank Srivastava (DIN: 00139273) as Non-Executive Director of the Company:

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

"Resolved that pursuant to provisions of Section(s) 149, 152, and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and any other laws prevailing for the time being in force, Mr. Shashank Srivastava (DIN: 00139273), who was appointed as an Additional Director in the capacity of Non-Executive Director, by Board of Directors of the Company, based on the recommendation of Nomination and Remuneration Committee, through circular resolution, with effect from 1st April, 2025 and who shall hold office up to the date of next General Meeting or 3 months from the date of appointment by the Board, whichever is earlier, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.

Resolved further that the Board of Directors, be and are hereby severally authorized to delegate all or any of the powers herein conferred, to any Director(s) or its Committee(s) thereof or Company Secretary or Chief Financial Officer or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary, desirable or expedient to give effect to this Resolution.”

By order of the Board

Date: 14th May, 2025

Place: Gurugram

Gopal Ganatra

Executive Director

General Counsel & Company Secretary

Membership No: F7090

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") and Secretarial Standard – 2 ("SS-2"), stating all material facts, disclosure of interest, if any, and reasons thereof for the proposed resolution is annexed hereto and forms a part of this Notice.
2. The Postal Ballot Notice is being sent electronically (by e-mail to those members who have registered their e-mail IDs with the Company) to those Shareholders whose names appear in the Register of Members / Record of Depositories as on Friday, 16th May, 2025 ("Eligible Members"). A copy of this Postal Ballot Notice is also available on the website of AIS and can be accessed through the link below.

To view / download Postal Ballot Notice [Click Here](#)

3. In terms of the MCA Circulars, AIS will send this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members in accordance with the requirements specified under the said Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.
4. In case of joint holders, the Member whose name appears as the first holder in order of the names as per the Register of Members of the Company or the list of Beneficial Owners provided by the Depositories, will be entitled to vote through remote e-voting.
5. Any Member who has not registered his / her e-mail ID, may register itself at Company's email ID investorrelations@aisglass.com, on or before 5:00 p.m. (IST) on Friday, 13th June, 2025, pursuant to which, any Member may receive on the e-mail ID provided by the Member this Postal Ballot Notice and the procedure for remote e-voting along with the login ID and password for remote e-voting.
6. There will be one e-voting for every folio no. / Client ID irrespective of the number of joint holders.
7. Voting rights in e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization.
8. All relevant documents referred to in the accompanying Explanatory Statement are open for inspection at the Corporate Office of the Company on all working days (Monday to Friday) between 10:00 a.m. (IST) to 5:00 p.m. (IST) up to Saturday, 21st June, 2025 (i.e. the last date for receiving e-votes). E-voting shall be disabled by CDSL at 5:00 P.M. (IST) on Saturday, 21st June, 2025.
9. The Board of Directors vide resolution passed in the Board Meeting dated 14th May, 2025 has appointed Mr. Sanjeev Pandey, Membership No. 10272 and Certificate of Practice No. 17237, Partner of SSPK & Co., Company Secretaries, as Scrutinizer for conducting the remote e-voting through Postal Ballot.
10. Upon completion of scrutiny of electronic responses, the Scrutinizer will make Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to Mr. Sanjay Labroo, Chairman & Managing Director of the Company or in his absence, any other person authorized, who shall countersign the same and declare the result of the remote e-voting.

11. As per the provisions of Regulation 44(3) of the LODR, the result of the Postal Ballot will be announced by Tuesday, 24th June, 2025 at the Registered Office of the Company and will be displayed at the notice board at the Corporate Office of the Company. The result of the Postal Ballot will also be communicated to BSE Limited (BSE) & National Stock Exchange of India Limited (NSE). The result shall also be posted on the Company's website www.aisglass.com and on the website of CDSL.
12. The Company is extending remote e-voting facility as the only medium to its members to enable them to cast their votes electronically.
13. Voting through electronic means

Pursuant to the provisions of Section(s) 108 & 110 of the Companies Act, 2013, Rule(s) 20 & 22 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 read with SEBI Circular No. SEBI/ HO/CFD/ CMD/CIR/P/2020/242 dated 9th December, 2020 & Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide Members facility to exercise their right to vote on resolution proposed in the Postal Ballot by electronic means. The facility of casting the votes by the members using an electronic voting system ("remote e-voting") will be provided by Central Depository Services (India) Limited.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the Demat account holders, by way of a single login credential, through their Demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

The procedure to cast vote electronically is as under.

Login method for e-voting for Individual shareholders holding securities in Demat mode:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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.

	<p>3) If the user is not registered for Easi / Easiest, option to register is available at CDSL website http://www.cdslindia.com/ and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ 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 “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 name (i.e. CDSL in this case) and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is 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.</p> <p>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 name (i.e. CDSL in this case) and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for

demat mode) login through their Depository Participants (DP)	e-Voting facility. After Successful 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 company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
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 toll free no. 1800 21 09911
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.co.in or call at toll free no.: 022 – 4886 7000 and 022 – 2499 7000

Login method for Remote e-voting for Physical shareholders and shareholders other than individual holding in Demat form:

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on “Shareholders” module.
- (iii) Now Enter your User ID
 - (a) For CDSL: 16 digits beneficiary ID,
 - (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - (c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first-time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number which is sent over email indicated in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member ID/ folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vii) After entering these details appropriately, click on “SUBMIT” tab.

- (viii) Members holding shares in physical form will then directly reach the Company selection screen.

However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (x) Click on the EVSN of Asahi India Glass Limited.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select the option "YES" or "NO" as desired. The option "YES" implies that you assent to the Resolution and option "NO" implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the page.
- (xvi) If Demat account holder has forgotten the changed login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR / POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) Note for Non – Individual Shareholders and Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual Members are required to send the relevant Board Resolution / Authority Letter, etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at s2scorporatelegal@gmail.com and to the Company at the email address viz; investorrelations@aisglass.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

- (xix) PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES / MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTION PROPOSED IN THIS NOTICE:
- a) For Physical shareholders – please provide necessary details like 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 Company / RTA email ID.
 - b) For Demat shareholders – Please update your email ID & mobile no. with your respective Depository Participant (DP)
 - c) For Individual Demat shareholders – Please update your email ID & mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting through Depository
14. In case you have any queries or issues regarding e-voting from the CDSL e-voting system, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400 013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.
15. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, 16th May, 2025.
16. The Scrutinizer’s decision on the validity of the Postal Ballot shall be final and binding.
17. The resolution will be taken as passed effectively on the date of announcement of the result, if the result of the Postal Ballot indicates that the requisite majority of the members of the Company have assented to the resolution. The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the company for receipt of vote i.e. Saturday, 21st June, 2025. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
18. In terms of SEBI circular dated 9th December, 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.
- A. The remote e-voting period begins on Friday, 23rd May, 2025 at 9:00 a.m. (IST) and ends on Saturday, 21st June, 2025 at 5:00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 16th May, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
 - B. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at

www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

- C. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 16th May, 2025.
- D. Members may send e-mail at investorrelations@aisglass.com for any grievances connected with electronic means.
- E. The Company has appointed Mr. Sanjeev Pandey, Membership No. 10272 and Certificate of Practice No. 17237, Partner of SSPK & Co., Company Secretaries, as the Scrutinizer who will conduct the remote e-voting process in a fair and transparent manner
- F. The Scrutinizer shall, immediately after the conclusion of voting unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman & Managing Director or any person authorized by him in writing who shall counter sign the same and declare the result of the voting forthwith.
- G. As per the provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within 2 (two) working days of the conclusion of the Postal Ballot. The results declared along with Scrutinizer's Report shall be placed on the Company's website www.aisglass.com and shall also be communicated to the stock exchanges and CDSL.
- H. If you have any queries or issues regarding voting by postal ballot through electronic means, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09 911.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013, FORMING PART OF POSTAL BALLOT NOTICE

Item No. 1

Pursuant to completion of tenure of Dr. Satoshi Ishizuka and his permanent return to Japan, Maruti Suzuki India Limited ("MSIL") has nominated Mr. Shashank Srivastava (DIN: 00139273) as their Nominee Director on the Board of AIS. Consequently, it is proposed to appoint Mr. Shashank Srivastava as Non-Executive Director of the Company with effect from 1st April, 2025.

Accordingly, on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company, vide its resolution dated 24th March, 2025 passed by circulation, have appointed Mr. Shashank Srivastava (DIN: 00139273), as an Additional Director, in the capacity of Non-Executive Director, in accordance with the provisions of Section(s) 149, 152, 160, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), including any statutory modification(s) or re-enactment made thereof for the time being in force and Article 73 of the Articles of Association of the Company, with effect from 1st April, 2025, liable to retire by rotation, subject to the approval of shareholders of the Company through Ordinary Resolution.

The Company has received a notice from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose the appointment of Mr. Shashank Srivastava as Non-Executive Director of the Company.

Mr. Shashank Srivastava is not disqualified from being appointed as a Director in terms of Companies Act, 2013 and is not debarred from holding the office of a Director by virtue of any order passed by SEBI or any other authority and has also consented to act as Non-Executive Director of the Company.

In terms of the provisions of Section 161 of the Companies Act, 2013, Mr. Shashank Srivastava holds office up to the next Annual General Meeting (AGM) and as such the approval of the shareholders is required to be taken at the next AGM only. However, in terms of Regulation 17(1C) of the LODR, a listed entity shall ensure that the approval of its shareholders, for the appointment of a person on the Board of Directors, is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The details / information pursuant to Regulation 36(3) of the LODR and Secretarial Standard - 2 with respect to appointment of Director is detailed in Annexure-1 to this Notice.

The Board considers it desirable to avail the expertise and guidance of Mr. Shashank Srivastava on the Board and accordingly recommends passing of this Ordinary Resolution, as set out in Item No. 1 of this Notice for your approval.

None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. Shashank Srivastava, is in any way concerned or interested, financially or otherwise, in this Resolution.

ANNEXURE 1

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT THROUGH POSTAL BALLOT

[Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 (“LODR”) and Secretarial Standard – 2]

Name of the Director	Mr. Shashank Srivastava
Director Identification Number (DIN)	00139273
Date of joining the Board	1 st April, 2025
Profile of Director	<p>Mr. Shashank Srivastava, aged 61 years, is the Executive Committee Member at Maruti Suzuki India Limited (MSIL). He joined MSIL as a Management trainee more than 35 years ago and during his illustrious career, his contribution to MSIL and industry has been widely acknowledged by Industry experts. He is an Electronics Engineer and a post-graduate from the prestigious Indian Institute of Management, Ahmedabad.</p> <p>Mr. Srivastava has been instrumental in transforming the sales and marketing function at Maruti Suzuki over the years. His recent recognitions for his valuable contributions are Storyboard 18 ‘Visionary Award’ 2023 - Excellence in Marketing, Business World India’s Most Influential Marketing Leaders 2023 - Certificate of Excellence, WoW Awards - Business Leader and CMO of the year, ET Auto Retail Personality (OEM) for 2023, Automotive Leader of the Year 2022 Jagran Hi Tech Award for Excellence in Mobile and Mobility, DMA Trailblazer CMO Award for ‘disruptive marketing excellence for the greater good’, recognized amongst Business World Top 50 Marketers, Financial Express Visionary Leadership award at the 1% Financial Express MarTech Innovation Summit, ET Auto Retail Personality Award. He was also nominated and felicitated as a part of Impact Digital Power 100 - Business Leaders which features the most formidable personalities who have contributed to the digital ecosystem in India.</p> <p>Mr. Srivastava is currently serving as a Non-Executive Director on the Boards of Maruti Suzuki Insurance Broking Private Limited and Mark Exhaust Systems Limited.</p>
Terms and conditions of appointment	Appointed as a Director liable to retire by rotation
Expert in specific Functional Area	<ul style="list-style-type: none">– Automotive– Sales & Marketing– Channel Management– Branding
Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)*	Maruti Suzuki Insurance Broking Private Limited and Mark Exhaust Systems Limited.

Chairmanships / Memberships of Committees of other Public Companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil
Listed Entities resigned in the past three years	Nil
No. of shares held in the Company, including shareholding as a beneficial owner	Nil
Number of Board Meetings attended during the year	1 out of 1
Relationship with other Directors	None
Details of the last drawn Remuneration	Nil
Remuneration	Apart from the sitting fee for attending the meetings of Board of Directors and Committees thereof, he may also be entitled to Commission on net profits, as approved by the Shareholders within the limits as set out in Companies Act, 2013

*Directorship and Committee Membership(s) in Asahi India Glass Limited is not included in the aforesaid disclosure. Membership(s) and Chairmanship(s) of Audit Committee and Stakeholders' Relationship Committee of only Public Companies have been included in the aforesaid table.