NUVOCO VISTAS CORP. LTD.

Ref. No.: Sec/74/2026-27

August 7, 2026

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: **543334** Scrip ID: **NUVOCO**	**The National Stock Exchange of India Limited** Exchange Plaza, C–1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Trading Symbol: **NUVOCO** Scrip Code: **NVCL 28 and NVCL77A**

Dear Sir/Madam,

Sub: Notice of 27th Annual General Meeting

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Notice of 27th Annual General Meeting of Nuvoco Vistas Corporation Limited to be held on Monday, August 31, 2026 at 02:30 p.m. (IST) through Video conference/Other Audio Visual Means for FY 2025-26.

The aforesaid Notice is also available on the website of the Company at 27th AGM Notice

We request you to take the above on record.

Thanking you,

Yours faithfully,
For **Nuvoco Vistas Corporation Limited**

SHRUTA JATIN SANGHAVI
Digitally signed by SHRUTA JATIN SANGHAVI
Date: 2026.08.07 14:42:37 +05'30'

Shruta Sanghavi
SVP and Company Secretary

Encl: as above

NUVOCO VISTAS CORPORATION LIMITED

CIN: L26940MH1999PLC118229

Registered Office: Equinox Business Park, Tower 3, East Wing, 4th Floor, LBS Marg, Kurla (West), Mumbai – 400 070

Telephone: +91 22 6769 2500

E-mail: investor.relations@nuvoco.com **Website**: www.nuvoco.com

NOTICE

NOTICE is hereby given that the 27th Annual General Meeting (5th Post-IPO) of the Members of **Nuvoco Vistas Corporation Limited** will be held on Monday, August 31, 2026, at 02:30 p.m. (IST) through Video Conference or Other Audio Visual Means, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the:

a. Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon; and

b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Report of Auditors thereon.

2. To appoint a Director in place of Mr. Hiren Patel (DIN: 00145149), Non-Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants, as the Statutory Auditors of the Company in casual vacancy.

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

"**RESOLVED THAT** pursuant to Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with all the relevant circulars issued by Securities and Exchange Board of India in this regard and based on the recommendation of Audit Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded for appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Firm Registration No. 001076N/N500013) as the Statutory Auditors of the Company in casual vacancy caused pursuant to the resignation of M/s. M S K A & Associates LLP, Chartered Accountants, (Firm Registration No. 105047W/W101187) effective from July 13, 2026, to hold office as the new Statutory Auditors of the Company with effect from July 13, 2026 till the conclusion of the 27th Annual General Meeting of the Company on such remuneration, exclusive of applicable taxes and reimbursement of travelling and out of pocket expenses, as may be mutually agreed between the Board of Directors of the Company and Statutory Auditors from time to time."

"RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer and Company Secretary of the Company, be and are hereby *severally* authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

4. Appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants, as the Statutory Auditors of the Company, for a term of 5 (five) consecutive years.

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

"**RESOLVED THAT** pursuant to Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded for appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Firm Registration No. 001076N/N500013) as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of the 27th Annual General Meeting ("AGM") until the conclusion of 32nd AGM of the Company to be held in the year 2031, on such remuneration, exclusive of applicable taxes and reimbursement of travelling and out of pocket expenses, as may be mutually agreed between the Board of Directors of the Company and Statutory Auditors from time to time."

"RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer and Company Secretary of the Company, be and are hereby *severally* authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

SPECIAL BUSINESS

5. Ratification of the remuneration of Cost Auditors for FY 2026-27

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹9,00,000/- (Rupees Nine Lakhs only) plus applicable taxes and out-of-pocket expenses, payable to M/s. D. C. Dave & Co., Cost Accountants, Mumbai (Firm Registration No. 000611), the Cost Auditors appointed by the Board of Directors of the Company based on the recommendation of the Audit Committee of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2027, be and is hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer and Company Secretary of the Company, be and are hereby *severally* authorized to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

By order of the Board of Directors

Shruta Sanghavi
SVP and Company Secretary
FCS No.: 4003

Place: Mumbai
Date: July 13, 2026

Registered Office:
Equinox Business Park, Tower 3, East Wing,
4th Floor, LBS Marg, Kurla (West), Mumbai – 400 070
E-mail id: investor.relations@nuvoco.com
Website: www.nuvoco.com
Phone No: +91 22 6769 2500
CIN: L26940MH1999PLC118229

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out material facts concerning the Ordinary and Special Business under Item Nos. 3 to 5 of the Notice to be transacted at the Annual General Meeting ("AGM") is annexed. The relevant details with respect of Director retiring by rotation and seeking re-appointment at the AGM as set out under Item No. 2 of the Notice as given above, pursuant to Regulation 36(3) and (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") are given in the **Annexure** to the Notice.

   In accordance with the General Circular issued by the Ministry of Corporate Affairs ("MCA") on September 22, 2025 read along with the various previous circulars issued by MCA and Securities and Exchange Board of India ("SEBI"), companies are allowed to hold AGM through Video Conference ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the Circulars, the deemed venue of 27th AGM of the Company shall be the registered office i.e. Equinox Business Park, Tower 3, East Wing, 4th Floor, LBS Marg, Kurla (West), Mumbai- 400 070.

2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THE AGM IS BEING HELD PURSUANT TO THE MCA and SEBI CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM ARE NOT ANNEXED TO THE NOTICE.**

3. Pursuant to the provisions of Section 113 of the Act, Institutional /Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a certified copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authority letter, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting before the AGM or e-voting at the AGM to the Scrutinizer by e-mail to cs@parikhassociates.com with a copy marked to evoting@nsdl.com. Institutional Members (i.e. other than individuals, HUFs, NRIs, etc.) can also upload their certified copy of the Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.

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

5. The Members can join the AGM through VC/OAVM 30 (thirty) minutes before the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The Members will be able to view the live proceedings of the AGM on the National Securities Depository Limited ("NSDL") e-voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first-come-first-served basis as per the MCA Circulars. The large Members (i.e. Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. shall be allowed to attend the AGM without restriction. The detailed instructions for joining the AGM through VC/OAVM forms part of the Notes to the Notice. The Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM. All relevant documents referred to in the Notice of the AGM and Explanatory Statement will also be available electronically for inspection by the Members from the date of circulation of the Notice upto the date of the AGM.

   The Members seeking inspection of such documents can send an e-mail at investor.relations@nuvoco.com by mentioning their name and folio number/DP ID and Client ID.

7. In line with the MCA and SEBI Circulars, Notice of the AGM along with the Integrated Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Depositories. In accordance with Regulation 36(1)(b) of the Listing Regulations, a letter is being sent to the shareholders whose e-mail addresses are not registered with the Depositories, providing a web-link and QR Code for accessing the Integrated Annual Report for FY 2025-26. Physical copy of the Notice of the AGM along with Integrated Annual Report for FY 2025-26 shall be sent to those Members who request for the same at investor.relations@nuvoco.com by mentioning their name and folio number/DP ID and Client ID.

   The Members may note that the Notice of the AGM and Integrated Annual Report for FY 2025-26 are also available on the following websites:

S. No.	Name	Web address
1.	Nuvoco Vistas Corporation Limited	https://nuvoco.com/annual-reports
2.	BSE Limited	www.bseindia.com/
3.	National Stock Exchange of India Limited	www.nseindia.com/
4.	National Securities Depository Limited	https://www.evoting.nsdl.com

8. To support the Green initiative, the Members are requested to register their e-mail addresses with their concerned Depository Participants ("DPs"). Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs for all future communications. The Members are also requested to intimate changes, if any, pertaining to their name, postal address, mobile number, PAN, registration of nomination, power of attorney registration, bank mandate details, etc. to their DPs.

9. As per the provisions of Section 72 of the Act and SEBI Circulars, the Members holding shares in dematerialized form are requested to submit the nomination details to their DPs.

10. SEBI vide its notification dated January 24, 2022 and Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 has amended Regulation 40 of the Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the above and to eliminate the risks associated with physical shares, the Members are advised to maintain their shares in demat mode.

11. **Procedure for remote e-voting before/ e-voting at the AGM**

(i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SS-2, Regulation 44 of the Listing Regulations, as amended from time to time and applicable Circulars, the Company is providing the facility to its Members to exercise their rights to vote in respect of the business to be transacted as mentioned in the Notice of the AGM by electronic means. For this purpose, the Company has appointed NSDL, as the authorized agency for facilitating voting through electronic means. The facility of casting votes by a Member using remote e-voting before the AGM and e-voting at the AGM will be provided by NSDL.

The Members may cast their votes through electronic voting system from any place. The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting	9:00 a.m. (IST) on Wednesday, August 26, 2026
End of remote e-voting	5:00 p.m. (IST) on Sunday, August 30, 2026 [The remote e-voting module shall be disabled by NSDL for voting thereafter]

Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The Members will be provided with the facility for e-voting at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-voting, will be eligible to exercise their right to vote at the end of discussion on such Resolution(s) upon announcement by the Chairman. The Members who have cast their vote on Resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote on such Resolution(s) again. The e-voting module on the day of the AGM shall be disabled by NSDL for voting, 15 minutes after the conclusion of the AGM.

(ii) Cut-off date (for determining the Members entitled to vote on the Resolutions set forth in this Notice):

The Members whose names appear in the Register of Members/Register of Beneficial Owners as on Monday, August 24, 2026 being the **cut-off date**, are entitled to vote on the Resolutions set forth in the Notice through remote e-voting before the AGM as well as e-voting at the AGM. The voting right of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. A person whose name is recorded in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before the AGM as well as e-voting at the AGM. A person who is not a Member as on the cut-off date should treat the Notice of the AGM for information purpose only.

Any non-individual shareholders who acquire shares of the Company after the dispatch of the Notice and holding shares as on the cut-off date, may obtain the User ID and Password by sending a request at evoting@nsdl.com. 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 have forgotten 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 toll free no. 022 - 4886 7000. In case of individual shareholders who acquire shares of the Company in demat mode after dispatch of the Notice and holding shares as on the cut-off date may follow the login process mentioned below in point 13(B).

12. **Scrutinizer appointed for the AGM:**

The Board of Directors of the Company has appointed Mr. P N Parikh (Membership No. FCS 327 & CP No. 1228) and failing him, Ms. Jigyasa N. Ved (Membership No. FCS 6488 & CP No. 6018), Partners of M/s. Parikh & Associates, Practicing Company Secretaries, Mumbai, as Scrutinizer to scrutinize the remote e-voting and e-voting process of the AGM in a fair and transparent manner. The Scrutinizer will submit report to the Chairman or to any other person authorized by the Chairman after completion of scrutiny of the votes cast through remote e-voting before the AGM and e-voting at the AGM, within the time stipulated under the applicable laws.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website at https://nuvoco.com/ corporate-governance and on the website of NSDL www. evoting.nsdl.com immediately after the results are declared and the same shall be communicated to BSE Limited and The National Stock Exchange of India Limited, where the shares of the Company are listed and displayed at the Registered Office of the Company.

13. The detailed instructions and the process for accessing and participating in the AGM through VC/OAVM facility and voting through electronic means including remote e-voting and e-voting (before and at the AGM) are given below:

A. THE INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM

(i) The Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-voting system. The Members may access by following the steps mentioned below for **Access to NSDL e-voting system**. After successful login, you can see link of "VC/ OAVM link" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice to avoid last minute rush.

(ii) The Members are encouraged to join the AGM through laptops, smartphones, tablets and iPads for better experience.

(iii) The Members will be required to allow camera and use internet with a good speed to avoid any disturbance at the AGM. The Members will need the latest version of Google Chrome, Safari, MS Edge or Firefox. The Members connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

(iv) Facility for joining the AGM through VC/OAVM for the Members shall open 30 (thirty) minutes before the time scheduled for the AGM and shall be kept open throughout the AGM proceedings.

(v) The Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM from their registered e-mail address, mentioning their name, DP ID and Client ID/ folio number and mobile number to investor.relations@nuvoco.com on or before Wednesday, August 26, 2026. Such questions by the Members shall be suitably replied to by the Company.

(vi) The Members who would like to express their views/ask questions as a speaker at the AGM may pre-register themselves by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at investor.relations@nuvoco.com from Thursday, August 20, 2026 (9:00 a.m. IST) to Monday, August 24, 2026 (5:00 p.m. IST). **Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ ask questions during the AGM**. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

(vii) The Members who need assistance before or during the AGM, can contact NSDL- Ms. Pallavi Mhatre, Dy. Vice President on evoting@nsdl.com / 022-4886 7000.

B. INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING BEFORE/ E-VOTING AT THE AGM

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

Step 2: Cast your vote electronically

Details on Step 1 are mentioned below:

A) Login method for e-voting and joining virtual AGM for Individual Members holding shares in demat mode

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

Type of Member: Individual Members holding shares in demat mode with NSDL

Login Method:

a. NSDL IDeAS facility

a.1 For OTP based login, follow the below steps:

(i) Click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.

(ii) Enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP.

(iii) Enter the OTP received on registered email id/mobile number and click on login.

(iv) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page.

(v) 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 or joining virtual meeting and voting during the meeting.

a.2 If you are already registered, follow the below steps:

(i) Visit the e-services website of NSDL viz. https://eservices.nsdl.com either on a personal computer or on a mobile.

(ii) 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.

(iii) After successful authentication, you will be able to see e-voting services under value added services.

(iv) Click on "**Access to e-voting**" under e-voting services and you will be able to see e-voting page.

(v) 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 or joining virtual meeting and voting during the meeting.

a.3 If you are not registered on IDeAS e-services, follow the below steps:

(i) An option to register is available at https://eservices.nsdl.com.

(ii) Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

(iii) Please follow steps given in points (iii)-(v) of point a.2 above.

b. E-voting website of NSDL

(i) Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile.

(ii) Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

(iii) A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a verification code as shown on the screen.

(iv) 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 or joining virtual meeting and voting during the meeting.

(v) The 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

Type of Member: Individual Members holding shares in demat mode with Central Depository Services (India) Limited ("CDSL")

Login Method:

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 or joining virtual meeting & voting during the meeting. 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.

Type of Member: Individual Members (holding shares in demat mode) login through their depository participants

1. The Members can also login using the login credentials of their demat account through their DPs registered with NSDL/ CDSL for e-voting facility.

2. Upon login, 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.

3. 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 or joining virtual meeting and voting at the meeting.

Important note: The 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 Members holding shares in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	The 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 Members holding securities in demat mode with CDSL	The 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 and joining virtual AGM for Members other than Individual Members holding shares in demat mode and Members holding shares 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 e-services i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log-in to NSDL e-services 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 the Members other than Individual Members 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 e-mail id is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail id. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your e-mail id is not registered, please follow steps mentioned below in "Process for those Members whose e-mail ids are not registered".
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   (i) 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.
   (ii) **"**Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

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.

(iii) The Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

(iv) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

(v) Now, you will have to click on "Login" button.

(vi) After you click on the "Login" button, Home page of e-voting will open.

Details on Step 2 are mentioned below:

How to cast your vote electronically and join AGM on NSDL e-voting system?

(i) After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

(ii) Select "EVEN" of company for which you wish to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/ OAVM" link placed under "Join Meeting".

(iii) Now you are ready for e-voting as the voting page opens.

(iv) 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.

(v) Upon confirmation, the message "Vote cast successfully" will be displayed.

(vi) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

(vii) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for e-voting at the AGM are as under:

(i) The procedure for e-voting at the AGM is same as the instructions mentioned above for remote e-voting.

(ii) Only those Members, who will be present at the AGM through VC/OAVM and have not casted their vote on the Resolution(s) through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.

(iii) The 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.

(iv) The details of the person who may be contacted for any grievances connected with the facility for e-voting at the AGM shall be the same person mentioned for remote e-voting.

General Guidelines for Members

(i) 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.

(ii) In case of any queries/ grievances pertaining to voting through electronic means (before and at the AGM), you may refer to 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 toll-free no.: 022-4886 7000 or send a request to Ms. Pallavi Mhatre, Dy.Vice President - NSDL at evoting@nsdl.com.

BUSINESS PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013, REGULATIONS 36(3) AND 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS

Pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act"), Regulations 36(3) and 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and Secretarial Standard-2 on General Meetings, the following Explanatory Statement sets out all material facts relating to the Ordinary and Special Business mentioned at Item Nos. 3 to 5 of the Notice dated July 13, 2026 and forms part of the Notice.

Item Nos. 3 and 4

The Members of the Company at its 23rd Annual General Meeting ("AGM") held on August 05, 2022 had approved the re-appointment of M/s. M S K A & Associates LLP, Chartered Accountants, (Firm Registration No. 105047W/W101187) ("M S K A") as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years to hold office from the conclusion of 23rd AGM until the conclusion of 28th AGM of the Company to be held in the year 2027.

M S K A have tendered their resignation as the Statutory Auditors of the Company vide their letter date July 13, 2026, resulting in casual vacancy of Statutory Auditors of the Company as mentioned in Section 139(8) of the Act.

Considering the experience and expertise of M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Firm Registration No. 001076N/N500013) ("Walker Chandiok") and based on the recommendation of the Audit Committee, the Board of Directors of the Company at their meeting held on July 13, 2026, have recommended to the Members of the Company, the appointment of Walker Chandiok as the Statutory Auditors of the Company in casual vacancy from July 13, 2026 to hold office until this 27th AGM and thereafter for a term of 5 (five) consecutive years from the conclusion of this 27th AGM until the conclusion of the 32nd AGM to be held in the year 2031.

The proposed remuneration to be paid to Walker Chandiok, is ₹ 1,09,00,000/- (Rupees One Crore and Nine Lakhs Only), for FY 2026-27 (for nine months and FY27), exclusive of applicable taxes and reimbursement of travelling and out of pocket expenses. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with Walker Chandiok.

Brief Profile of Walker Chandiok:

Walker Chandiok is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI), Public Company Accounting Oversight Board (PCAOB) and empanelled with Comptroller and Auditor General of India (CAG). The firm was established in the year 1935 and its registered office is situated at New Delhi with Eighteen other offices across major cities in India. It has ninety-seven partners. It has a valid peer review certificate and is one of India's leading audit firms providing audit and assurance services to several large companies including some of the top one hundred listed entities in India.

The Company has received consent and eligibility letters dated July 13, 2026 from Walker Chandiok, confirming that their appointment in casual vacancy (from July 13, 2026 to hold office until this 27th AGM) and for a term of 5 (five) consecutive years, if made, will be within the limits prescribed under Section 139 read with Section 141 of the Act.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolutions set out at Item Nos. 3 and 4 of the Notice.

The Board commends the Ordinary Resolutions set out in Item Nos. 3 and 4 of the Notice for the approval of the Members.

Item No. 5

The Board of Directors of the Company at their meeting held on April 14, 2026, based on the recommendation of the Audit Committee, have approved the appointment and remuneration of M/s. D. C. Dave & Co., Cost Accountants, Mumbai (Firm Registration No. 000611), as the Cost Auditors to conduct audit of the cost records maintained by the Company for the Financial Year ending March 31, 2027, at a remuneration of ₹ 9,00,000/- (Rupees Nine Lakhs only) plus applicable taxes and out-of-pocket expenses incurred, if any, in connection with the audit.

The proposed remuneration payable to the Cost Auditors for FY 2026-27 is considered fair and reasonable, taking into account the nature and scope of the work to be undertaken, as well as the scale and complexity of the Company's operations.

M/s. D. C. Dave & Co., Cost Accountants have confirmed that they hold a valid certificate of practice under sub-section (1) of Section 6 of the Cost and Works Accountants Act, 1959 and has provided its consent to act vide its letter dated April 02, 2026.

In accordance with the provisions of Section 148(3) of the Act read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, the remuneration payable to Cost Auditors has to be ratified by the Members of the Company.

Accordingly, ratification by the Members is sought by way of an Ordinary Resolution for the remuneration payable to the Cost Auditors for conducting the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2027, as set out in the Resolution at Item No. 5 of the Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

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

By order of the Board of Directors

Shruta Sanghavi
SVP and Company Secretary
FCS No.: 4003

Place: Mumbai
Date: July 13, 2026

Registered Office:
Equinox Business Park, Tower 3, East Wing,
4th Floor, LBS Marg, Kurla (West), Mumbai – 400 070
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ANNEXURE 1

DETAILS OF DIRECTOR RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT AT THE 27TH ANNUAL GENERAL MEETING (THE "AGM") PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD - 2 ON GENERAL MEETINGS ARE AS UNDER:

I	**Name of the Director and Director Identification Number (DIN)**	Mr. Hiren Patel (DIN: 00145149)
II	**Age**	52
III	**Date of first appointment**	November 11, 2017
IV	**Qualification**	Bachelor's degree in engineering from Stevens Institute of Technology, New Jersey, USA and Master's Degree in Business Administration from Drexel University, Pennsylvania, USA.
V	**Brief resume including profile, experience and expertise in specific functional areas**	Mr. Hiren Patel has rich and varied experience in the areas of consumer goods, chemicals, cement and healthcare industry. He has been associated with the Nirma Group since 1997. Under his guidance and leadership, Nirma Group has achieved significant growth particularly in business development and brand leverage. He is presently the Managing Director of Nirma Limited and Chairman of Alivus Life Sciences Limited (formerly Glenmark Life Sciences Limited). He is also a trustee of Nirma Education and Research Foundation, which runs the Nirma University and a member of the governing board of Nirma University.
VI	**Shareholding in the Company**	3,34,36,478 Equity Shares of ₹ 10/- each, constituting 9.36% of the total paid-up capital of the Company (excludes shareholding jointly held with relatives)
VII	**Number of Board Meetings attended during the FY 2025-26**	8 of 8
VIII	**Directorships held in other companies (including the Company)**	1. Nuvoco Vistas Corporation Limited 2. Alivus Life Sciences Limited (formerly Glenmark Life Sciences Limited) 3. Nirma Limited 4. Niyogi Enterprise Private Limited 5. Nirma Credit and Capital Private Limited 6. Nirma Chemical Works Private Limited
IX	**Companies in which Director is member of the Committees of the Board (including the Company)**	**Alivus Life Sciences Limited (formerly Glenmark Life Sciences Limited)** - Nomination and Remuneration Committee **Nirma Chemical Works Private Limited** - Corporate Social Responsibility Committee **Nirma Limited** - Corporate Social Responsibility Committee **Nirma Credit and Capital Private Limited** - Corporate Social Responsibility Committee
X	**Companies in which Director is Chairman of Committees of the Board (including the Company)**	**Niyogi Enterprise Private Limited** Corporate Social Responsibility Committee
XI	**Listed entities from which Director has resigned in the past three years**	None
XII	**Terms and Conditions of re-appointment along with details of remuneration sought to be paid and remuneration last drawn**	Re-appointment is in terms of Section 152(6) of the Companies Act, 2013. For further details, please refer to the Corporate Governance Report, which forms part of this Integrated Annual Report.
XIII	**Relationship with other Directors, Manager and other Key Managerial Personnel of the Company**	None

By order of the Board of Directors

Shruta Sanghavi
SVP and Company Secretary
FCS No.: 4003

Place: Mumbai
Date: July 13, 2026

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