



GAMMON INDIA LIMITED

CIN: L74999MH1922PLC000997

Regd. Office: Floor 3rd, Plot No - 3/8, Hamilton House, J. N. Heredia Marg, Ballard Estate, Mumbai 400038.

Website: www.gammonindia.com; **Email:** investors@gammonindia.com

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NOTICE TO SHAREHOLDERS

Notice is hereby given that the **103rd Annual General Meeting** of Gammon India Limited will be held on Friday, 5th day of December, 2025 at 2.30 pm via Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025, the Audited Consolidated Financial Statements for the said Financial Year and the Reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. To consider and if thought fit, to pass the following resolution as an Special Resolution;

“RESOLVED THAT in accordance with the provisions of Sections 152, 160, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article 128 of the Articles of Association of the Company, Mr. Vemparala Dakshinamurthy (DIN: 00644561), who was appointed as an Additional Director of the Company with effect from 24th October, 2025 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

“RESOLVED FURTHER THAT in accordance with the provisions of Sections 196, 197 and 198 read with Schedule V and all other applicable provisions, if any, of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Including any statutory modification(s) or re-enactment thereof, for the time being in force), Articles of Association of the Company and subject to all other approvals as may be necessary, consent of the members of the Company be and is hereby accorded for the appointment of Mr. Vemparala Dakshinamurthy (DIN: 0064456) as a Whole-time Director of the Company designated as Executive Director for a period of 3 (Three) years with effect from 24th October, 2025, liable to retire by rotation, on such terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors or a duly constituted Committee (Nomination and Remuneration Committee), Chief Financial Officer and the Chief Executive Officer be and are hereby severally authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

3. To consider and if thought fit, to pass the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 as well as other Rules made thereunder and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company Mr. Ashok Bhikamchand Bhutada (DIN: 11148373), who was appointed as an Additional Director of the Company, under the category of Independent Director with effect from 11th June, 2025, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, read with the Rules made thereunder and the applicable provisions of the listing regulations, be and is hereby appointed as an Independent Director of the Company, to hold office for a term of five consecutive years from 11th June, 2025 till 10th June, 2030 (both days inclusive) not liable to retire by rotation.

RESOLVED FURTHER THAT any Director, Chief Financial Officer or the Chief executive Officer be and are hereby severally authorized to do all such acts, deeds, matters and things and execute all documents or writings as may be necessary, desirable or expedient to give effect to the above resolution including completing necessary filings with the relevant regulatory authorities regarding such appointment.”



4. To consider and if thought fit, to pass the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 as well as other Rules made thereunder and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company Mr. Vishwas Madhusudan Joglekar (DIN: 11145778), who was appointed as an Additional Director of the Company, under the category of Independent Director with effect from 11th June, 2025, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, read with the Rules made thereunder and the applicable provisions of the listing regulations be and is hereby appointed as an Independent Director) of the Company, to hold office for a term of five consecutive years from 11th June, 2025 till 10th June, 2030 (both days inclusive) not liable to retire by rotation.

RESOLVED FURTHER THAT any Director, Chief Financial Officer or the Chief Executive Officer be and are hereby severally authorized to do all such acts, deeds, matters and things and execute all documents or writings as may be necessary, desirable or expedient to give effect to the above resolutions, including completing necessary filings with the relevant regulatory authorities regarding such appointment.”

5. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution;

“RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company hereby ratifies the payment of 70,000/- (Rupees Seventy Thousand only) (exclusive of reimbursement of conveyance expenses at actuals and Service Tax/GST as applicable) as approved by the Board of Directors to cost auditor CMA Pradeep Damania having Membership No. 8625 and firm registration no. 101607 appointed by the Board of Directors to conduct audit of Company's Cost Records for the Financial Year 2025-26 .

RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer & Chief Executive Officer of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution. “

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

6. “RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for appointment of M/s Pramod S. Shah & Associates, Practicing Company Secretaries (Firm Identification Number P2001MH010300) as the Secretarial Auditor of the Company for a period of five (5) years, commencing from the Financial Year 2025-26 up to and including the financial year 2029-30, to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as recommended by the Audit Committee in consultation with the said Secretarial Auditors and to do all such acts, deeds and things as may be necessary to give effect to this resolution”

**By Order of the Board of Directors
For Gammon India Limited**

**Ajit Desai
Chief Executive Officer**

Date: 24th October, 2025

Place: Mumbai

Registered Office:

Floor 3rd Plot No - 3/8, Hamilton House,
J. N. Heredia Marg, Ballard Estate, Mumbai - 400038.



EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 2

The Board of Directors of the Company had appointed Mr. Vemparala Dakshinamurthy (DIN: 00644561) as an Additional Director of the Company with effect from 24th October, 2025. In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Murthy shall hold office up to the date of the forthcoming Annual General Meeting.

The Board of Directors of the Company in the same meeting of the Company has, on the recommendation of the Nomination and Remuneration Committee also appointed Mr. Vemparala Dakshinamurthy (DIN: 00644561) as a Whole-time Director designated as Executive Director, liable to retire by rotation, for a period of 5 (five) years with effect from 24th October, 2025, subject to the approval of the Members of the Company and all other approvals.

Mr. Murthy joined Gammon India in the year 1978. Since then he has worked in almost every department in the Company. He possesses a master's degree in Commerce from Bombay University with an additional Diploma in Financial Management. He has served the Company in various capacities for over 45 years in the field of Accounts, Finance and Banking. He has also acted as the Member of the management team for the company's strategy, growth, and execution. He has worked closely with the Board & top management in devising a financial strategy that supported the company's business strategy. He has in-depth knowledge in Accounts, Finance and various laws.

He has also acted as the Member of the management team for the company's strategy, growth, and execution.

He has worked closely with the Board & top management in devising a financial strategy that supported the company's business strategy. He is also has in depth knowledge in Accounts, Finance and various laws.

Further since Mr. Murthy is aged 77 years as per Schedule V of the Act, his appointment is subject to the approval of the members by way of a Special Resolution. Mr. Murthy brings with him over four decades of vast experience in the construction industry. He has been handling banking and finance functions during his career and possesses wealth of knowledge in handling banking and FEMA related matters. His wisdom and deep understanding of the Company's current financial position will be advantageous and help the Company in facing current challenges. Mr Murthy enjoys good mental and physical health and continues to support the Company with his knowledge and expertise.

This Business is therefore proposed for approval of the members and is also being placed before the Nomination and Remuneration Committee.

Mr. Murthy is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director and satisfies all the conditions as set out in Section 196(3) of the Act . Mr. Murthy holds 3520 shares in Gammon India Limited in his personal capacity.

Pursuant to Part-I of Schedule V to the Act , the resolution for his appointment is being proposed as a Special Resolution .

Brief Terms of his appointment are :

I. Term : 3 (three)years w.e.f 24th October, 2025

II. Remuneration:

Consolidated Salary – First year

Salary Component	Per Month(Rs)	Per Annum(Rs)
Assumed Basic	45,250	543,000
Conveyance Allowance	20,000	240,000
Education Allowance	200	2,400
Fuel Allowance	10,000	120,000
House Rent Allowance	45,250	543,000
Medical Allowance	1,250	15,000
Special Allowance	111,383	1,336,600
TOTAL	233,333	2,800,000

The above salary will be increase to 30 lacs p.a. in second year and 32 Lacs p.a. in third year.

PART A:

- (i) Perquisites shall be valued and taxed as per the provisions of the Income Tax Act, 1961.
- (ii) Contribution to the Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on remuneration as per Section 197 read with Schedule V of the Companies Act, 2013.



PART B:

(i) Reimbursement of expenses:

All expenses actually and properly incurred by him in the course of discharging official duties of the Company will be reimbursed.

Other terms:

Job Profile	:	During the period of his service with the Company, the Whole-Time Director designated as Executive Director shall:
	:	a) perform, observe and conform to such orders and instructions as may from time to time be reasonably given or communicated to him by the Board of Directors of the Company;
	:	b) in all respects carry out and use his best endeavors in carrying out the objects of the Company diligently and faithfully serve the Company, promote and protect its interest in all things to the best of his ability and judgment, and use his best endeavors to further its interests and to increase its business; and
	:	c) devote the whole of his time and attention to the business of the Company during the normal office and/or working hours of the Company and otherwise as in the opinion of the Board of Directors may be reasonably necessary for the diligent performance of his duties, and shall not in any way be engaged in, concerned directly or indirectly with any other company, business or trade (subsidiaries and associate companies excepted and otherwise than as the holder of shares or debentures in any company) without the consent of the Board of Directors of the Company
Other Terms	:	a) So long as Mr. Murty functions as the Whole-Time Director he shall not be paid any sitting fees for attending the Meetings of the Board of Directors or the Committee(s) thereof
	:	b) He shall be liable to retire by rotation
	:	a) He shall be entitled to be compensated for loss of office to the extent permissible under the Companies Act, 2013 if, during the currency of this Agreement the tenure of his office be determined for reasons other than due to change in the management or necessitated by Strategic Debt Restructuring or those specified in Section 202 of the Companies Act, 2013.
	:	c) His appointment, re-appointment, duties, responsibilities and remuneration shall be in conformity with the Companies Act, 2013 (including any amendment thereto), SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 and all such other applicable laws.
	:	d) Such other terms and conditions as may be recommended by the Nomination and Remuneration Committee and as may be approved by the Board.

- ii) In the event of loss or inadequacy of profits in any financial year, the Whole-Time Director shall be paid remuneration by way of salary and perquisites as specified above but subject to the provisions of Schedule V of the Companies Act, 2013 .
- iii) His appointment, re-appointment, duties, responsibilities and remuneration shall be in conformity with the Companies Act, 2013 (including any amendment thereto), SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 and all such other applicable laws.

The aggregate of the remuneration and perquisites/benefits, including contributions towards Provident Fund, Superannuation Fund and Gratuity Fund, payable to the Whole-time Directors of the Company taken together, shall be within the limit prescribed under the Companies Act, 2013, or any amendment thereto or modification thereof ('the Act').

The Company has received consent from Mr. Murty (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act.

The Board recommends the passing of the Special Resolution at Item No. 2 of the accompanying Notice for Members approval.

Save and except Mr. Vemparala Dakshinamurty, none of the other Directors and/or Key Managerial Personnel of the Company, are interested in the resolutions at Item Nos. 2 of the Notice.

Item No. 3

Mr. Ashok Bhutada (DIN: 11148373) as appointed as an Additional Director of the Company in the category of Independent Director effective from 11th June, 2025 . Pursuant to Section 161 of the Act, Mr. Bhutada holds office up to the date of this forthcoming annual general meeting.

Mr. Ashok Bhutada is a Civil Engineer Graduate with over 40 years of post-qualification experience and has also done post-graduation diploma in Business Management. Mr. Ashok Bhutada has worked in construction sectors like Bridges, Industrial structures, Hydro and nuclear power projects in India, Nepal and Bhutan and with Companies like Gammon India Limited, Continental Constructions Ltd, Cemindia Limited and Patel Engineering Limited. The last position Mr. Bhutada held was Senior



Vice President at Patel Engineering Limited. In addition to that he is also member of Institution of Engineers, Indian Geotechnical society and Indian Road Congress.

The Construction industry experience and immense knowledge and expertise of Mr. Bhutada will play an important role in the growth of the Company.

Mr. Bhutada does not hold any equity shares of the Company.

The Company has received from Mr. Bhutada consent in writing to act as director and declaration to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013 in prescribed Form DIR - 2 and DIR – 8 respectively. Further, the Company has received from him a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

The Nomination and Remuneration Committee in its meeting held on 11th June, 2025 after taking into account his credentials recommended to the Board, the appointment of Mr. Ashok Bhutada as an Independent Director of the Company. The Board has in terms of Sections 149, 152 read with Schedule IV of the Companies Act, 2013, reviewed the declaration made by Mr. Bhutada that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and is of the opinion that he fulfills the conditions specified in the Companies Act, 2013 and the Rules made thereunder and is independent of the management and in its meeting held on 11th June, 2025 appointed Mr. Ashok Bhutada as an Independent Director for a period of 5 (Five) years effective from 11th June, 2025 not liable to retire by rotation. The Board of Directors is of the opinion that he is a person of integrity and possesses relevant expertise and vast experience. The Board is also of the opinion that his appointment as an Independent Director will be beneficial and in the best interest of the Company.

In line with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 your Directors recommend the appointment of Mr. Ashok Bhutada as an Independent Director for a term of 5 (five) years from 11th June, 2025 upto 10th June, 2030 by way of a Special Resolution as set out in Item No. 3 of the Notice.

Copy of draft letter of appointment setting out the terms and conditions of Mr. Bhutada's appointment as an Independent Director is available for inspection by the members at the registered office of the Company during normal business hours on any working day, excluding public holidays and Sundays and the same is also uploaded on the Company's website.

Mr. Ashok Bhutada is interested in the resolution pertaining to his appointment as an Independent Director. Relatives of Mr. Ashok Bhutada may be deemed to be concerned or interested in the said resolution to the extent of their shareholding interest, if any, in the Company.

None of the other Directors or key managerial personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 4

Mr. Vishwas Madhusudan Joglekar (DIN: 11145778) was appointed as an Additional Director of the Company in the category of Independent Director effective from 11th June, 2025 . Pursuant to Section 161 of the Act, Mr. Joglekar holds office up to the date of this forthcoming annual general meeting.

Mr. Vishwas Madhusudan Joglekar (DIN: 11145778) has done his graduation engineering in civil from the prestigious institute named "Visvesvaraya National Institute of Technology, Nagpur in the year of 1981.

has been associated with the following companies and projects during his career:

- a. Junior Engineer in the company Khare & Tarkunde, Nagpur from July, 1981 to Apr 1982.
- b. Chandrapur Thermal Power Station, Maharashtra – Foundation of TG, Boilers, ESP, Chimney and Quantity Survey.
- c. enior Manager under Gammon India Limited and contributed in project "Raichur Thermal Power Station, Karnataka" and "Jojobera Cement Plan, Jamshedpur, Bihar
- d. Project Manager for project "Construction of LPG Storage Facility at Kandla, Gujarat" and "Water Supply Project, Pune, Maharashtra" under control of Engineering Projects (India) Ltd for the period Feb 1991 to March 1997.
- e. Deputy Manager at Neela Bauart Engineering Ltd, Baroda, Gujarat for the period of three year i.e. from 1997 to 2000.
- f. Independently and constructed various residential building from 2000 to 2005
- g. In the year 2005, Executive Director of Mahesh & Company, Ahmadabad, Gujarat wherein he handled Execution, Tendering & Business Development – Industrial and Commercial Project.
- h. Social Work "Akhil Bharatiya Vanvasi Kalyan Ashram which looked after the overall growth of the schedule tribes

The vast experience and immense knowledge and expertise of Mr. Joglekar will play an important role in the growth of the Company.

Mr. Vishwas Joglekar does not hold any equity shares of the Company.



The Company has received from Mr. Joglekar consent in writing to act as director and declaration to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013 in prescribed Form DIR - 2 and DIR – 8 respectively. Further, the Company has received from him a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

The Nomination and Remuneration Committee in its meeting held on 11th June 2025 after taking into account his credentials recommended to the Board, the appointment of Mr. Joglekar as an Independent Director of the Company. The Board has in terms of Sections 149, 152 read with Schedule IV of the Companies Act, 2013, reviewed the declaration made by Mr. Joglekar that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and is of the opinion that he fulfills the conditions specified in the Companies Act, 2013 and the Rules made thereunder and is independent of the management and in its meeting held on 11th June , 2025 appointed Mr. Vishwas Madhusudan Joglekar as an Independent Director for a period of 5 (Five) years effective from 11th June,2025 not liable to retire by rotation. The Board of Directors is of the opinion that he is a person of integrity and possesses relevant expertise and vast experience. The Board is also of the opinion that his appointment as an Independent Director will be beneficial and in the best interest of the Company.

In line with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 your Directors recommend the appointment of Mr. Joglekar as an Independent Director for a term of 5 (five) years from 11th June, 2025 up to 10th June, 2030 by way of a Special Resolution as set out in Item No.4 of the Notice.

Copy of draft letter of appointment setting out the terms and conditions of Mr.Joglekar's appointment as an Independent Director is available for inspection by the members at the registered office of the Company during normal business hours on any working day, excluding public holidays and Sundays and the same is also uploaded on the Company's website.

Mr. Joglekar is interested in the resolution pertaining to his appointment as an Independent Director. Relatives of Mr. Joglekar may be deemed to be concerned or interested in the said resolution to the extent of their shareholding interest, if any, in the Company.

None of the other Directors or key managerial personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 5

Members are hereby informed that the Board on the recommendation of the Audit Committee appointed CMA Mr. Pradip Damania, Cost Accountant (Membership No. 101607) as the Cost Auditor of the Company for the Financial Year 2025-2026 to conduct audit of Cost Accounting Records maintained by the Company in respect of the Company's Civil Engineering, Procurement and Construction business at a remuneration of Rs.70,000/- (Rupees Seventy Thousand only) per annum exclusive of reimbursement of conveyance expenses at actuals and Service Tax/GST as applicable.

Pursuant to Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration proposed to be paid to the Cost Auditor is required to be ratified by the shareholders.

The Board recommends the Ordinary Resolution at Item no 5 of the Notice for members' approval.

None of the other Directors or key managerial personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 6

Pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years each , with shareholder approval to be obtained at the Annual General Meeting.

Based on the recommendation of the Audit Committee, the Board of Directors in its meeting held on 19th September, 2025 has ,subject to the approval of the shareholders at this annual general meeting approved the appointment of M/s. M/s Pramod S. Shah & Associates, Practicing Company Secretaries, (Firm Identification No P2001MH010300) as the Secretarial Auditors of the Company for a period of five years, commencing from the Financial Year 2025-26 upto and including the Financial Year 2029-30, on such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

M/s Pramod S. Shah & Associates, Practicing Company Secretaries (Firm Identification No P2001MH010300). M/s. Pramod S. Shah & Associates is a firm of Practicing Company Secretaries in Mumbai advices and assists the business entities in complying with the applicable regulations & Laws in India and also assists Indian business entities in setting up business outside India. Mr. Pramod S. Shah- Founder Partner (B.A, BCOM. L.L.B. and F.C.S.) is a former Company Secretary of renowned companies like



ACC, ABB Ltd and a former Chairman of the Western Region of the Institute of Company Secretaries of India & Central Council Member (New Delhi).

M/s Pramod S. Shah & Associates, Practicing Company Secretaries. have given their consent to act as secretarial auditor of the company and confirmed that their aforesaid appointment (if approved) would be within the limits specified by Institute of Company Secretaries of India. Furthermore, in terms of the amended regulations, they have provided a confirmation that they are subjected to the peer review process of the Institute of Company Secretaries of India. Besides the secretarial audit of the Company, the Company may also obtain certifications from them under various statutory regulations and certifications required by banks, statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board Directors in consultation with the Audit Committee. 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 M/s Pramod S. Shah & Associates, Practicing Company Secretaries

The Board recommends the appointment of M/s Pramod S. Shah & Associates, Practicing Company Secretaries Firm Identification No P2001MH010300 as Secretarial Auditors as set out at Item No. 6 of the Notice for member's approval.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing the proposed Resolution.

**By Order of the Board of Directors
For Gammon India Limited**

**Ajit Desai
Chief Executive Officer**

Date: 24th October, 2025

Place: Mumbai

Registered Office:

Floor 3rd Plot No - 3/8, Hamilton House,
J. N. Heredia Marg, Ballard Estate, Mumbai - 400038.

ANNEXURE

DETAILS PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT

Name of Director	Vemparala Dakshina murty	Ashok Bhikamchand Bhutada	Vishwas Madhusudan Joglekar
Date of Birth & Age (in years)	05/02/1948 (77 years)	02/01/1962 (63 years)	16/08/1960 (65 years)
Date of First Appointment on Board	-	11th June 2025	11th June 2025
Qualification	M.Com and Diploma in Financial Management.	B. Tech (Civil) and Post Graduate Diploma in Business Management	B. Tech (Civil)
Number of shares held	3520	Nil	Nil
Expertise in specific functional areas	Accounts, Finance, Fema compliances, etc	Handling civil, infrastructure and developments projects	Handling civil, infrastructure and developments projects
Directorships held in other listed companies	Nil	Nil	Nil
Committee Positions held in other companies (Audit & Stakeholders Relationship) held in other companies	Nil	Nil	Nil



NOTES:

1. VIRTUAL MEETING

In view of circulars issued by the Ministry of Corporate Affairs (“MCA”) vide General Circular nos. 14/2020, 17/2020, 39/2020, 20/2021, 3/2022 and 09/2023 dated April 8, 2020, April 13, 2020, December 31, 2020, December 8, 2021, May 5, 2022 and September 25, 2023 respectively, the forthcoming Annual General Meeting (‘AGM’) will be held through video conferencing (‘VC’) or other audio visual means (‘OAVM’). Hence, members can attend and participate in the ensuing AGM through VC / OAVM.

Further, the Securities and Exchange Board of India (“SEBI”) vide its Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (“SEBI Circular”) has granted further relaxations to ensure the AGM is conducted effectively. In compliance with the provisions of the Act, SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC/ OAVM.

The deemed venue for the AGM will be place from where the Chairman of the Board conducts the meeting. Since the AGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.

2. ELECTRONIC COPY OF ANNUAL REPORT AND NOTICE OF ANNUAL GENERAL MEETING

a) The AGM has been convened through VC / OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA General Circular nos. 14/2020, 17/2020, 39/2020, 20/2021, 3/2022 and 09/2023 dated April 8, 2020, April 13, 2020, December 31, 2020, December 8, 2021, May 5, 2022 and September 25, 2023, respectively. In view of the afore-mentioned general circulars, the Notice of the AGM is being sent to the members of the Company only by email. It is clarified that if a member fails to provide or update relevant e-mail address to the Company or to the depository participant, as the case may be the Company will not be in default for not delivering the notice via e-mail.

b) Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.gammonindia.com and website of Link Intime India Private Limited (“LIPL”) i.e. www.instavote.linkintime.co.in.

3. STATEMENT UNDER SECTION 102 OF THE ACT

The Explanatory Statement in terms of the provisions of Section 102(1) of the Act, which sets out details relating to special business to be transacted at the meeting forms part of this notice.

4. PROXY

The AGM is being held pursuant to the MCA Circulars through VC / OAVM, 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. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

5. AUTHORISED REPRESENTATIVE

Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting.

The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail through its registered e-mail address to Mr. Mitesh Shah at team@mishah.com with a copy marked to the Compliance Officer at investors@gammonindia.com, not less than 48 (forty eight) hours before the commencement of the AGM i.e. by 2:30 p.m. on Friday, 5th December, 2025.

6. DOCUMENTS OPEN FOR INSPECTION

Relevant documents referred to in the accompanying notice and the statement pursuant to Section 102(1) of the Act, are uploaded on the website of the Company at: www.gammonindia.com.

Documents required to be kept open for inspection by the Members at the AGM in terms of the applicable laws, shall be made available on www.instameet.linkintime.co.in.

7. E-VOTING

Pursuant to Section 108 of the Act, rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of SEBI Listing Regulations and the MCA Circulars, the Company is pleased to provide the facility to Members to exercise their right to vote, on the resolutions proposed to be passed at AGM, by electronic means.

The Company has engaged the services of LIPL to provide the remote e-voting facility on InstaVote and the e-voting system on the date of the AGM on InstaMeet.

The Company has appointed Mr. Mitesh Shah, Company Secretaries (FCS No. 10070), to act as the Scrutinizer and to scrutinize the entire e-voting process (i.e. remote e-voting and e-voting at the AGM) in a fair and transparent manner.



8. TRANSFER OF UNPAID / UNCLAIMED DIVIDEND AND RELATED SHARES TO IEPF

The Company did not pay any amount as dividend since the financial year 2012-13 onwards. Hence there is no pending dividend which is outstanding to be transferred to IEPF authorities pursuant to the provisions of Section 124 of the Companies Act, 2013.

9. E-VOTING

REMOTE E-VOTING: IMPORTANT DATES

Cut-off date :	
For determining the Members entitled to vote on the resolutions set forth in this notice.	Friday ,28 th November, 2025
Remote e-voting period	Commence from:
During this period shareholders' of the Company, holding shares, as on the cut-off date (record date) of 4 th December, 2025 may cast their vote electronically. The e-voting module shall be disabled by LIPL for voting thereafter.	Tuesday, 2 nd December, 2025
	End at
	Thursday, 4 th December, 2025
URL for remote e-voting	https://instavote.linkintime.co.in

Remote E-Voting Instructions:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

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

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsd.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- Click on “Beneficial Owner” icon under “IDeAS Login Section”.
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.

Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsd.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- Enter the last 4 digits of your bank account / generate ‘OTP’
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 – NSDL e-voting website:

- Visit URL: <https://www.evoting.nsd.com/>
- Click on the “Login” tab available under ‘Shareholder/Member’ section.
- Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.



- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.

Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 – CDSL Easi/Easiest facility

Shareholders registered/ opted for Easi/Easiest Facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com. & click on New System Myeasi
- b) Enter existing username, Password & click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through “e-voting” tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click “Submit”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)



Shareholders not registered for INSTAVOTE facility:

a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID

2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

o Shareholders holding shares in **NSDL form**, shall provide ‘D’ above

o Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

5. Set the password of your choice.

(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

6. Enter Image Verification (CAPTCHA) Code.

7. Click “Submit” (You have now registered on InstaVote).

Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”.

B. Select ‘View’ icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).

D. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

a) Visit URL: <https://instavote.linkintime.co.in>

b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 –Investor Mapping

A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

B. Click on “Investor Mapping” tab under the Menu Section

C. Map the Investor with the following details:

1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.



- 2) 'Investor's Name - Enter Investor's Name as updated with DP.
- 3) 'Investor PAN' - Enter your 10-digit PAN.
- 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
- d) Event No. can be viewed on the home page of InstaVote under "On-going Events".
- e) Enter "16-digit Demat Account No."
- f) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufig.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.co.in 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 22 55 33



Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- o Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/ DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions – Shareholders:

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on “Login”.
- b) Select the “Company Name” and register with your following details:
- c) Select Check Box - **Demat Account No. / Folio No. / PAN**
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No.: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- d) Click “Go to Meeting”

You are now registered for InstaMeet, and your attendance is marked for the meeting.



Instructions for Shareholders/ Members to Speak during the General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request with the company.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175