

Annual General Meeting

Date: Tuesday, September 30, 2025

Time: 4.00 p.m.

**Place: 708, Lodha Supremus, Lodha, iThink Techno Campus,
Kanjurmarg (E), Mumbai - 400 042**

Mode of Meeting: Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

Agenda:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon.
2. To declare a final dividend for the Financial Year ended March 31, 2025.
3. To appoint a Director in place of Mr. Saurabh Bansilal Shah [DIN: 08281268] who retires by rotation in terms of section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To fix the professional fees of the Statutory Auditors to be appointed by the Comptroller and Auditor General of India (C&AG) for the Financial Year 2025-26.

Special Business:

5. To appoint Mr. Narasinganallore Venkatesh Srinivasan [DIN: 01893686] as an Independent Director of the Company.
6. To appoint Mr. Santosh Kumar Mohanty [DIN: 06690879] as a Director of the Company.
7. To appoint Dr. Arvind Gupta [DIN: 00090360] as a Director of the Company.
8. To approve the payment of remuneration to Mr. Sankar Chakraborti [DIN: 06905980], Managing Director & Chief Executive Officer.
9. To approve the payment of remuneration to Managing Director & Chief Executive Officer in excess of the limits specified under Section 197.

Notes:

1. Pursuant to the Circular No. 09/2024 dated 19th September, 2024, Circular No. 09/2023 dated 25th September, 2023 read with Circular No. 10/2022 dated 28th December, 2022, circular no. 2/2022 dated 05th May, 2022, Circular No. 20/2020 dated 5th May 2020 issued by Ministry of Corporate Affairs (MCA), issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. The procedure for participating in the meeting through VC/OAVM is explained at Note 17 below and is also available on the website of the Company at www.acuite.in.
2. Since the proceedings of this AGM are being conducted through VC/OAVM, the Registered Office of the Company situated at 708, Lodha Supremus, Lodha iThink Techno Campus, Kanjurmarg (E), Mumbai - 400 042 is deemed to be the venue of the AGM.
3. A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THAT SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THE AGM IS BEING HELD IN ACCORDANCE WITH THE MCA CIRCULARS THROUGH VC/OAVM, THE FACILITY FOR APPOINTMENT OF PROXY BY THE MEMBERS IS NOT AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM AND ATTENDANCE SLIP INCLUDING ROUTE MAP ARE NOT ANNEXED TO THIS NOTICE.
4. Corporate Members intending to authorize their representatives to participate and vote at the meeting are requested to send a scanned copy (PDF/JPG format) of the certified copy of its Board resolution / authorization letter through its registered email address to chitra.mohan@acuite.in
5. Participation of Members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
6. The Explanatory Statement pursuant to Section 102 of the Act for the Special Business set out above is annexed herewith and forms a part of this Notice.
7. Brief profile and other information of Directors proposed to be appointed/ re-appointed is annexed hereto in Annexure B forming part of this notice.
8. In accordance with, the General Circular No. 20/2020 dated May 5, 2020 issued by MCA, the financial statements including Directors' Report, Auditor's report or other documents required to be attached therewith and the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company. Members may note that the Notice will also be available on the Company's website at www.acuite.in.
9. The dividend as recommended by the Board of Directors, if declared at the AGM will be paid within a period of 30 days to those members whose name is in the Register of Members on the date of the AGM. The payment of such dividend subject to deduction of tax at source (TDS), if any will be made electronically through online transfer modes to those members who have updated their bank account details. For members who have

not updated their bank account details, dividend warrants / demand drafts / cheques will be sent out to their registered addresses via the postal facility.

10. To avoid delay in receiving the dividend, members are requested to send their updated bank account details through its registered email address to chitra.mohan@acuite.in.
11. Members are requested to note that dividends remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') as amended to date, all shares on which dividend has not been paid or claimed for 7 (seven) consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.
12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an email to chitra.mohan@acuite.in.
13. Members seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company on or before September 28, 2025 through e-mail on chitra.mohan@acuite.in from their registered email address. The same will be replied by the Company suitably.
14. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker shareholder by sending their request at chitra.mohan@acuite.in from their registered email address on or before September 28, 2025. Those Members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
15. For convenience of the Members and proper conduct of AGM, Members can login and join at least 30 (thirty) minutes before the time scheduled for the AGM. Members are requested to join the meeting in advance of time of commencement of meeting.
16. The Meeting is being convened at a shorter notice, with the requisite consent, in writing, from members representing not less than 95% of the members entitled to vote, pursuant to Section 101 of the Act.

17. INSTRUCTIONS FOR MEMBERS FOR JOINING THE MEETING:

- i. Invitation link to join the meeting shall be shared by the Company Secretary of the Company to the registered email address of the Members.
- ii. Detailed instructions for the Members to join the meeting are given below:

➤ **OPTION 1: Joining from Laptop or Computer (having access to webcam)**

- Step 1: Before joining a Zoom meeting on a laptop or computer, you can download the Zoom app from the following link:
<https://zoom.us/download> (Zoom Client for Meetings)
Otherwise, you will be prompted to download and install Zoom when you click a join link.
- Step 2: Open the Zoom App after download.
- Step 3: Click Join a Meeting if you want to join without signing in



Sign in to Zoom using your registered Mail ID (if applicable) then click Join.

The image shows the Zoom "Sign In" screen. At the top, it says "Zoom Cloud Meetings". Below that is the "Sign In" heading. There are two input fields: "Enter your email" and "Enter your password". To the right of the password field is a "Forgot?" link. Below the email field is a checkbox for "Keep me signed in". To the right of the password field is a "Sign In" button. There is also an "or" separator. To the right of the "or" separator are three buttons: "Sign In with SSO", "Sign In with Google", and "Sign In with Facebook". At the bottom left is a "< Back" link, and at the bottom right is a "Sign Up Free" link.

- Step 4: Enter the Meeting ID number and Password (if applicable). Click Join and make sure access is given to the microphone (to speak) and camera (to see).

The image shows the Zoom "Join Meeting" screen. At the top, it says "Zoom". Below that is the "Join Meeting" heading. There are two input fields: "Enter meeting ID or personal link name" and "Enter your name". Below the first input field are three checkboxes: "Remember my name for future meetings", "Do not connect to audio", and "Turn off my video". At the bottom right are two buttons: "Join" and "Cancel".

➤ **OPTION 2: Joining from Mobile Phone**

- Step 1: Downloading the Zoom Mobile App from the Application Store (e.g., Google Play Store, iOS App Store, as applicable).
 - Step 2: Join a meeting using one of these methods:
 - Tap Join a Meeting if you want to join without signing in.
 - Sign in to Zoom then tap Join.
 - Step 3: Enter the meeting ID number and your display name
 - Step 4: Tap Join Meeting.
- iii. Further, Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App or Desktop Application, as the case may be.
- iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

18. DETAILS FOR CASTING VOTE BY THE MEMBERS EXPLAINED HEREIN BELOW:

- i. Members who are present during the meeting will be eligible to cast their votes at the AGM by show of hands.
 - ii. The Chairman of the meeting will put the resolution to vote and request the Members to raise their hands while approving the resolution.
 - iii. Thereafter, the Chairman of the meeting will request those Members who dissent to identify themselves by taking their names and raise their hands.
 - iv. Thereafter, the Chairman will announce the result that the resolution is passed unanimously or by majority.
 - v. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
19. In case of any queries relating to joining the meeting through electronic mode or any technical assistance to access and participate in the meeting through VC/OAVM is required, mail us on chitra.mohan@acuite.in or call at +91 98 1996 0324.