



AUTOMOBILE CORPORATION OF GOA LIMITED

Ref: ACG: S&L: 32

March 17, 2026

Scrip Code: 505036
ISIN: INE451C01013

To,
BSE Limited
First Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai - 400 001

Sub: Notice of Postal Ballot for Automobile Corporation of Goa Limited (the 'Company') pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the Postal Ballot Notice of the Company dated March 17, 2026 along with Explanatory Statement pursuant to the applicable provisions of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Notice') for seeking approval of the Members of the Company on the Resolutions forming part of the Notice.

In compliance with the provisions of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, this Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company / Depositories / Registrar and Share Transfer Agent and whose names are recorded in the Register of Members of the Company as on March 13, 2026 ('Cut-off date'). Accordingly, physical copy of the Notice is not being sent to the Members for this Postal Ballot.

The Company has engaged the services of National Securities Depository Limited ('NSDL') to provide remote e-Voting facility to its members. The remote e-Voting period commences on Thursday, **March 19, 2026**, from 9.00 a.m. (IST) and ends on Saturday, **April 18, 2026** at 5.00 p.m. (IST). The e-Voting module shall be disabled by NSDL thereafter. Please note that communication of assent or dissent of the Members would only take place through the remote e-Voting system. The instructions for remote e-Voting form part of the 'Notes' section to the Notice.

This is for the information of the Exchange and the members.

Thanking you.

Yours faithfully,
For Automobile Corporation of Goa Limited

Pranab Ghosh
CEO & Executive Director
DIN: 10536772



AUTOMOBILE CORPORATION OF GOA LIMITED

Registered Office: Honda, Sattari, Goa - 403530.
Corporate Identification No. (CIN): L35911GA1980PLC000400
Tel: +91 9607945399; **E-mail:** sectl@acglgoa.com
Website: www.acglgoa.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended]

| VOTING STARTS ON | VOTING ENDS ON |
|--|---|
| Thursday, March 19, 2026, at 9.00.a.m. (IST) | Saturday, April 18, 2026, at 5.00p.m. (IST) |

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, *if any*, of the Companies Act, 2013, ('**Act**') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('**Rules**'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**') and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('**SS-2**'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('**MCA**') for holding general meetings/conducting postal ballot process through e-Voting vide General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as '**MCA Circulars**'), to transact special business as set out hereunder by passing Special/Ordinary Resolution(s), by way of postal ballot only, by voting through electronic means ('**remote e-Voting**').

Pursuant to Section 102 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/rationale thereof ('**Statement**') is annexed to this Postal Ballot Notice ('**Notice**') for your consideration and forms an integral part of this Notice.

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with Automobile Corporation of Goa Limited ('the Company')/ MUFG Intime India Private Limited, Registrar and Transfer Agent ('**RTA**')/Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-Voting facility to its members. The instructions for remote e-Voting are appended to this Notice. The Notice is also available on the website of the Company at: <https://www.acglgoa.com/investors/postal-ballot/> and BSE Limited at www.bseindia.com, on which the equity shares of the Company are listed and on the website of NSDL at www.evoting.nsdl.com.

Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in the 'Notes' section of this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for casting of votes by remote e-Voting not later than 5.00 p.m. (IST) on Saturday, April 18, 2026. The remote e-Voting facility will be disabled by NSDL immediately thereafter.

SPECIAL BUSINESS:

1. Appointment of Dr. Renu Sharma (DIN: 02797298) as a Non-Executive, Independent Director of the Company.

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

“RESOLVED THAT Dr. Renu Sharma (DIN: 02797298) who was appointed as an Additional Director (Non-Executive, Independent) of the Company effective January 20, 2026, by the Board of Directors of the Company, in terms of Section 161 of the Companies Act, 2013 ('Act') read with related Rules (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and Article 103 of the Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150 and 152 of the Act, read with Schedule IV and other applicable provisions of the Act (including any statutory modification, amendment, or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Regulation 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, and the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Dr. Renu Sharma (DIN: 02797298), who has been appointed as an Additional Director (Non-Executive, Independent) of the Company, and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, be and is hereby appointed, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years commencing from January 20, 2026 upto January 19, 2031 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

2. Appointment of Mrs. Rekha Bagry (DIN: 08620347) as a Non-Executive, Independent Director of the Company.

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

“**RESOLVED THAT** Mrs. Rekha Bagry (DIN: 08620347) who was appointed as an Additional Director (Non-Executive, Independent) of the Company effective January 20, 2026, by the Board of Directors of the Company, in terms of Section 161 of the Companies Act, 2013 (‘Act’) read with related Rules (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and Article 103 of the Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150 and 152 of the Act, read with Schedule IV and other applicable provisions of the Act (including any statutory modification, amendment, or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Regulation 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘**SEBI Listing Regulations**’), as amended, and the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mrs. Rekha Bagry (DIN: 08620347), who has been appointed as an Additional Director (Non-Executive, Independent) of the Company, and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, be and is hereby appointed, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years commencing January 20, 2026 upto January 19, 2031 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

3. Approval for Material Related Party Transaction(s) with Tata Motors Limited (“TML”).

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

“**RESOLVED THAT** pursuant to the provisions of Regulations 2(1)(zb), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s)

thereof for the time being in force] and other applicable laws/ statutory provisions, if any, the Company's Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/ or permission(s), as may be required and based on the recommendations of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) entered into/proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as set out in the Explanatory Statement annexed to the Notice convening this meeting, with Tata Motors Limited (TML), a 'Related Party', on such terms and conditions as may be mutually agreed between the Company and/ or TML, for an aggregate value not exceeding Rs 2,090 crore (with operational transactions not exceeding Rs. 1,790 crore and Inter Corporate Deposits (ICDs) not exceeding Rs. 300 crores at any point of time) during the financial year 2026-27, provided that such transaction(s)/contract(s)/arrangement(s)/ agreement(s) is/are being carried out at an arm's length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect thereof and executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board of Directors

Sd/-

Pranab Ghosh

CEO & Executive Director

DIN: 10536772

Date: March 17, 2026

Place: Honda Registered Office:

Honda, Sattari, Goa - 403530, India.

Tel: +91 9607945399

E-mail: cs@acqlgoa.com Website: www.acqlgoa.com

CIN: L35911GA1980PLC00040

Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Section 110 of the Act and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms an integral part of this Notice.
2. In terms of the MCA Circulars, the Company is sending this Notice ONLY in electronic form to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received by the Company from the Depositories/MUFG Intime India Private Limited, the Company's Registrar and Transfer Agent ('RTA'), as on Friday, March 13, 2026 ('Cut-Off Date') and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants and who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date.
3. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-Voting. A person who is not a member as on the Cut-Off Date should treat this Notice for information purposes only.

It is however clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories/Depository Participants) shall be entitled to vote in relation to the aforementioned Resolution(s) in accordance with the process specified in this Notice.

4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule(s) 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the applicable MCA Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-Voting is mentioned below in Note no. 12 of this Notice.
5. The remote e-Voting shall commence on **Thursday, March 19, 2026, at 9.00.a.m. (IST)** and shall end on **Saturday, April 18, 2026, at 5.00 p.m. (IST)**. During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote(s) electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.
6. For any queries, clarifications or grievances relating to the remote e-Voting process for this Postal Ballot, Members may write to the Company at cs@acqlgoa.com.
7. The Board of Directors of the Company has appointed Mr. Shivaram Bhat (Membership No. ACS 10454, CP No. 7853), Practicing Company Secretary, as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner. The Scrutinizer has consented to act as Scrutinizer for this postal ballot.
8. The Scrutinizer will submit his/her report to the Chairman, or any other person authorized by him, after scrutiny of the votes cast through remote e-Voting, on the result of the postal ballot ('Result') on or before Saturday, April 18, 2026, within two working days from the conclusion of the remote e-Voting period. The Scrutinizer's decision on the validity of votes cast will be final. The Chairman or any other person so authorized by him shall declare the Result of the postal ballot on the date and time specified in this Notice.

The Results declared along with the Scrutinizer's Report ('Result') shall be placed on the Company's website at www.acglgoa.com and on the website of NSDL www.evoting.nsdl.com immediately after the Result is declared by the Chairman or any other person so authorized by him, and the same shall be communicated to the Stock Exchange, i.e., BSE Limited ('BSE'), where the equity shares of the Company are listed.

The Resolutions, if passed by requisite majority through Postal Ballot by remote e-Voting, will be deemed to have been passed on the last date specified for remote e-Voting i.e. Saturday, April 18, 2026.

9. Members may download the Notice from the website of the Company at <https://acglgoa.com/investors/postal-ballot/> or the website of NSDL at www.evoting.nsdl.com. A copy of the Notice is also available on the website of BSE at www.bseindia.com.
10. The vote in this Postal Ballot cannot be exercised through proxy.
11. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to cs@acglgoa.com from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID during the voting period of the postal ballot.
12. **Process for Registration of e-mail addresses**

Process for those shareholders whose email IDs are not registered with the depositories for procuring user id and password and for registration of email IDs for e-voting in respect of the resolutions set out in this notice:

In case shares are held in physical mode kindly provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@acglgoa.com.

In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@acglgoa.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

Alternatively, shareholders/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing the above-mentioned documents.

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

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

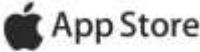



The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

| Type of shareholders | Login Method |
|--|--|
| <p>Individual Shareholders holding securities in demat mode with NSDL.</p> | <ol style="list-style-type: none"> <li data-bbox="742 138 1487 594">1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. <li data-bbox="742 627 1487 1199">2. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services homepage click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. This will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. <li data-bbox="742 1205 1487 1430">3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReq.jsp <li data-bbox="742 1436 1487 1969">4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will need 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. 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- |

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| | <p>Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 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 from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers. |

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| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. |
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Important note: Members who are unable to retrieve User ID/ Password are advised to use 'Forget User ID' and 'Forget Password' option available at abovementioned website.

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|--|--|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example: if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |

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|--|--|
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example: if your Beneficiary ID is 12***** then your user ID is 12***** |
| c) For Members holding shares in Physical Form. | EVEN Number followed by Folio Number registered with the company For example: if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow the steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares having voting cycle.
2. Select “EVEN” of the company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs_sbhat@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions ("**FAQs**") for Shareholders and e-voting user manual for Shareholders available at the “Download” section of NDSL at www.evoting.nsdl.com or call on toll free no: 022 - 4886 7000 or send a request to Ms. Rimpab Bag – Assistant Manager–NDSL at rimpab@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to (Company email id).

2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

By Order of the Board of Directors

Sd/-

Pranab Ghosh
CEO & Executive Director
DIN: 10536772

Date: March 17, 2026

Place: Honda Registered Office:

Honda, Sattari, Goa - 403530, India.

Tel: +91 9607945399

E-mail: cs@acqlgoa.com **Website:** www.acqlgoa.com

CIN: L35911GA1980PLC00040

STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the proposed Resolution(s) mentioned in the accompanying Notice.

Item No. 1

Based on recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Dr. Renu Sharma (DIN: 02797298) as an Additional Director of the Company and also as an Independent Director, not liable to retire by rotation, for a term of five years, i.e., from January 20, 2026 upto January 19, 2031 (both days inclusive), subject to approval of the Members.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing her candidature for the office of Director. The profile and specific areas of expertise of Dr. Renu Sharma are provided as Annexure to this Notice.

Dr. Renu Sharma has given her declaration to the Board, inter alia, that she (i) meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act and (iv) is not aware of any circumstance which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties with an objective independent judgement and without any external influence. She has also given her consent to act as a Director.

In the opinion of the Board, Dr. Renu Sharma is a person of integrity, possesses relevant expertise/experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the Management.

Given her experience, the Board considers it desirable and in the interest of the Company to have Dr. Renu Sharma on the Board of the Company and accordingly the Board recommends the appointment of Dr. Renu Sharma as an Independent Director as proposed in the Special Resolution set out at Item No. 1 of the accompanying Notice for approval of the Members.

None of the other Directors, Key Managerial Personnel, and/or their relatives are in any way, concerned or interested, financially or otherwise, in the said Resolution.

Item No. 2

Based on recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Mrs. Rekha Bagry (08620347) as an Additional Director of the Company and also as an Independent Director, not liable to retire by rotation, for a term of five years, i.e., from January 20, 2026 upto January 19, 2031 (both days inclusive), subject to approval by the Members.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing her candidature for the office of Director. The profile and specific areas of expertise of Mrs. Rekha Bagry are provided as Annexure to this Notice.

Mrs. Rekha Bagry has given her declaration to the Board, inter alia, that she (i) meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act and (iv) is not aware of any circumstance which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties, with an objective independent judgement and without any external influence. She has also given her consent to act as a director.

In the opinion of the Board, Mrs. Rekha Bagry is a person of integrity, possesses relevant expertise/experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the Management.

Given her experience, the Board considers it desirable and in the interest of the Company to have Mrs. Rekha Bagry on the Board of the Company and accordingly the Board recommends the appointment of Mrs. Rekha Bagry as an Independent Director as proposed in the Special Resolution set out at Item No. 2 of the accompanying Notice for approval by the Members.

None of the other Directors, Key Managerial Personnel, and/or their relatives are in any way, concerned or interested, financially or otherwise, in the said Resolution.

Item No. 3.

Background, details, benefits, and justification of the transaction(s):

Tata Motors Limited ('TML') is a Related Party of the Company under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations. The Company proposes certain Material Related Party Transactions with TML in the ordinary course of business and at arm's length pricing. The proposed transactions include sale of goods, purchase of goods, and other operational transactions, with an aggregate value of ₹2,090 crore for FY 2026–27, including Inter Corporate Deposits (ICDs) of ₹300 crore.

As per the Company's RPT Policy and SEBI Listing Regulations, any transaction exceeding 10% of the Company's annual consolidated turnover (i.e., ₹66.07 crore for FY 2024–25) is considered material. The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPT(s) including rationale, material terms, justification as to why the proposed RPT is in the interest of the Company and the basis of pricing. The Audit Committee, after reviewing all necessary information, has granted its approval for entering into the below mentioned RPT(s). The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. The proposed RPT is in compliance with Section 188 of the Companies Act, 2013 and Regulation 23(4) of SEBI Listing Regulations.

Details of the proposed transactions with TML, being a Related Party of the Company, including the information pursuant to Clause 4 of the Secretarial Standard-2 on General Meetings (SS-2), read with SEBI Circular and applicable provisions of the Companies Act, 2013, as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

| Particulars | Details |
|--|--|
| (A1) Basic Details | |
| Name of the related party | Tata Motors Limited('TML') |
| Country of incorporation of the related party | India |
| Nature of business of the related party | Automobile Sector |
| (A2) Relationship and ownership of the related party | |
| Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: | Promoter & Enterprise exercising significant influence |
| Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. | 49.77% Shareholding in ACGL by TML Direct and Indirect |
| Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary) | Not Applicable |

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|--|--|---|-------------------------------------|
| Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). | 49.77% Shareholding in ACGL by TML Direct and Indirect | | |
| (A3) Details of previous transactions with the related party | | | |
| Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year | Sr No. | Nature of transactions | Amount (Rs. In Crores) |
| | 1. | Sale of goods, Purchase of goods & Other transactions including Inter Corporate Deposits (ICDs) | 717.21 |
| Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought | Sr No. | Nature of transactions | Amount (Rs. In Crores) |
| | 1. | Sale of goods, Purchase of goods & Other transactions including Inter Corporate Deposits (ICDs) | 804.25 |
| Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year. | No | | |
| (A4) Amount of the proposed transaction(s) | | | |
| Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders | 2,090 Crores | | |
| Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT? | Yes | | |
| Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year. | 316.30 % | | |
| Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) | Not Applicable | | |
| Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. | 0.48% | | |
| Financial performance of the related party for the immediately preceding financial year: | Particulars | | FY 2024-2025 (Rs. In Crores) |
| | Turnover | | 4,36,821 |
| | Profit After Tax | | 28,149 |
| | Net worth | | 1,16,144 |
| (A5) Basic details of the proposed transaction | | | |
| Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.) | Sale of goods, Purchase of goods, Reimbursement of expense paid, Deputation charges, Warranty expenses Incurred / Recovered by Tata Motors Limited, IT support services, TCS Board Apps and Inter Corporate Deposits (ICDs). | | |

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| Details of each type of the proposed transaction | Sale of goods, Purchase of goods, Reimbursement of expense paid, Deputation charges, Warranty expenses Incurred / Recovered by Tata Motors Limited, IT support services, TCS Board Apps and Inter Corporate Deposits (ICDs). |
| Tenure of the proposed transaction (tenure in number of years or months to be specified) | 1 Year |
| Whether omnibus approval is being sought? | Yes |
| Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise. | 2,090 crores |
| Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity | TML is the single largest customer contributing around 85% to 90% of total turnover of Company during the last three financial years and there is continuity of business. |
| Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly: [Explanation: Indirect interest shall mean interest held through any person over which an individual has control.] | |
| (a) Name of the director / KMP | Tata Motors Limited (TML), Promoter of the Company. <ul style="list-style-type: none"> • Mr. Girish Wagh, who is a Non-Executive Non-Independent Director of the Company, is the Managing Director and Chief Executive Officer of TML. • Mr. G.V. Ramanan, who is a Non-Executive Non-Independent Director of the Company is the Chief Financial Officer (CFO) of TML. |
| (b) Shareholding of the director / KMP, whether direct or indirect, in the related party | Nil |
| A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee. | All contracts with the related party as per section 2(76) of the Companies Act are reviewed from Arm's length testing by the consultant engaged by the Company and by the Statutory Auditors. |
| Other information relevant for decision making | The proposed RPTs are necessary, ordinary and incidental to business and also plays a significant role in the Company's business operations. |
| (B1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances | |
| Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services. | Not Applicable |
| Basis of determination of price. | Not Applicable |
| In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: | Not Applicable |
| (a) Amount of Trade advance | |
| (b) Tenure | |
| (c) Whether same is self-liquidating? | |
| (B2) Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary | |
| Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/ insurance companies/ housing finance companies.</i> | Not Applicable |

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| Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i> | Not Applicable |
| (a) Nature of indebtedness | |
| (b) Total cost of borrowing | |
| (c) Tenure | |
| (d) Other details | |
| Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders <i>Note: (1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies. (2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity</i> | Not Applicable |
| Proposed interest rate to be charged by listed entity or its subsidiary from the related party. | Not Applicable |
| Maturity / due date | Not Applicable |
| Repayment schedule & terms | Not Applicable |
| Whether secured or unsecured? | Not Applicable |
| If secured, the nature of security & security coverage ratio | Not Applicable |
| The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction. | Not Applicable |
| (B3) Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary | |
| Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i> | Not Applicable |
| Where any financial indebtedness is incurred to make investment, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.</i> | Not Applicable |
| (a) Nature of indebtedness | |
| (b) Total cost of borrowing | |
| (c) Tenure | |
| (d) Other details | |
| Purpose for which funds shall be utilized by the investee company | Not Applicable |
| Material terms of the proposed transaction | Not Applicable |
| B(4) Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary | |
| (a) Rationale for giving guarantee, surety, indemnity or comfort letter | Not Applicable |
| (b) Whether it will create a legally binding | Not Applicable |

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| obligation on listed entity? | | | | |
| Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked. | Not Applicable | | | |
| The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified. | Not Applicable | | | |
| B (5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary | | | | |
| Material covenants of the proposed transaction | Not Applicable | | | |
| Interest rate (in terms of numerical value or base rate and applicable spread) | Not Applicable | | | |
| Cost of borrowing <i>Note: This shall include all costs associated with the borrowing</i> | Not Applicable | | | |
| Maturity / due date | Not Applicable | | | |
| Repayment schedule & terms | Not Applicable | | | |
| Whether secured or unsecured | Not Applicable | | | |
| If secured, the nature of security & security coverage ratio | Not Applicable | | | |
| The purpose for which the funds will be utilized by the listed entity / subsidiary | Not Applicable | | | |
| B (6) Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate | | | | |
| Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity. | Not Applicable | | | |
| Basis of determination of price. | Not Applicable | | | |
| Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate | Not Applicable | | | |
| Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years: | | FY 2022-2023 (Rs) | FY 2023-2024 (Rs) | FY 2024-2025 (Rs) |
| | Turnover | - | - | - |
| | Net worth | - | - | - |
| | Net Profit | - | - | - |
| Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking. | Not Applicable | | | |
| (a) Expected impact on turnover | Not Applicable | | | |
| (b) Expected impact on net worth | Not Applicable | | | |
| (c) Expected impact on net profits | Not Applicable | | | |
| B (7) Disclosure only in case of transactions relating to payment of royalty | | | | |
| Purpose for which royalty is proposed to be paid to the related party in the current financial year. | Not Applicable | | | |
| <i>Note: For companies with a composite license</i> | | | | |

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| <i>agreement that includes a bundle of intellectual property rights (IPRs) such as brands, patents, technology and know-how, state the key components of such agreements and the reasons royalty attributable to those key components could not be furnished separately.</i> | |
| (a) For use of brand name / trademark | - |
| (b) For transfer of technology know-how | - |
| (c) For professional fee, corporate management fee or any other fee | - |
| (d) Any other use (specify) | - |
| (a) The listed entity may confirm whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction. | Not Applicable |
| (b) If No, furnish information below. If royalty is paid to the parent company, disclose royalty received by the parent company from group entities in other jurisdiction: <ul style="list-style-type: none"> • Minimum rate of royalty charged along with corresponding absolute amount • Maximum rate of royalty charged along with corresponding absolute amount <i>Note: The disclosure shall be made on a gross basis (Cost to the Company), including taxes paid on behalf of the recipient of royalty</i> | Not Applicable |
| (c) Sunset Clause for Royalty payment, if any. | Not Applicable |
| (C1) Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary | |
| Latest credit rating of the related party <i>Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</i> | Not Applicable |
| Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. <i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i> | Not Applicable |
| In addition, state the following: (a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; (b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; (c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; | Not Applicable |

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| (d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. <i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i> | |
| FY 2022-2023 | - |
| FY 2023-2024 | - |
| FY 2024-2025 | - |
| C(2) Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary | |
| Latest credit rating of the related party <i>Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This shall be applicable in case of investment in debt securities</i> | Not Applicable |
| Whether any regulatory approval is required. If yes, whether the same has been obtained. | Not Applicable |
| C(3) Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary | |
| If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party <i>Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i> | Not Applicable |
| Details of solvency status and going concern status of the related party during the last three financial years: | Not Applicable |
| FY 2022-2023 | - |
| FY 2023-2024 | - |
| FY 2024-2025 | - |
| The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified. | Not Applicable |
| Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. <i>Note: This information may be provided to the extent it is available in the public domain or as</i> | Not Applicable |

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| <i>may be provided by the related party upon request</i> | |
| In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. <i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i> | Not Applicable |
| FY 2022-2023 | - |
| FY 2023-2024 | - |
| FY 2024-2025 | - |
| C(4) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary | |
| Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements <i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.</i> | Not Applicable |
| (a) Before transaction | Not Applicable |
| (b) After transaction | Not Applicable |
| Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements <i>Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.</i> | Not Applicable |
| (a) Before transaction | Not Applicable |
| (b) After transaction | Not Applicable |
| C(5) Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate | |
| Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months. | Not Applicable |
| Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details | Not Applicable |
| Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary? | Not Applicable |
| Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary? | Not Applicable |
| Are there any other major non-financial reasons for going ahead with the proposed transaction? | Not Applicable |
| C (6) Disclosure only in case of transactions relating to payment of royalty | |
| Gross amount of royalty paid by the listed entity or subsidiary to the related party during each of the last three financial years | Not Applicable |

ANNEXURE TO THE NOTICE

Details of Director seeking appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 - Secretarial Standard on General Meetings

| Particulars | Dr. Renu Sharma | Mrs. Rekha Bagry |
|--|--|---|
| Director Identification Number (DIN) | 02797298 | 08620347 |
| Date of Birth & Age | October 19, 1964, Age: 61 Years | March 22, 1972, Age: 53 Years |
| Date of Appointment on the Board | January 20, 2026 | January 20, 2026 |
| Qualifications | PhD, MA, MPhil, MPA, BCom | B. Com., FCA |
| Brief profile | <p>Dr. Renu Sharma is a distinguished retired Indian Administrative Service officer with 36 years of extensive experience in public administration, governance, and finance. She has rendered services in the NCT of Delhi, Mizoram, Goa, and the U.T. of Daman & Diu, across diverse domains including Finance, Taxation, Home, Transport, and Urban Development. She has also held senior leadership roles, including Secretary to the Chief Minister of Delhi. In addition, she also served on Central deputation in the Ministry of Commerce & Industry as Director and Joint Secretary, and internationally as Deputy Chief of Mission at the Embassy of India, Brussels, covering Belgium, Luxembourg, and the European Union (2012–2015). She was empanelled as Secretary to the Government of India in 2021.</p> <p>Dr. Sharma spent seven years in the North East, concluding as Chief Secretary of Mizoram (2021–2024). Her expertise in financial planning, budgeting, and urban infrastructure financing has been applied across sectors. Notable achievements include the introduction of helicopter services across Mizoram, facilitation of the state's first railway line, and major urban initiatives in Delhi such as metro expansion, EV policy implementation, pollution control, and citizen-government partnership programs like Bhagidari.</p> <p>Dr. Sharma's academic credentials include a Ph.D. (2019) from Institute d'Etudes Politiques de Paris, Ecole Doctorale de Sciences Po, Paris (France) on 'Accord de paix du Mizoram: conflit et resolution' (The Mizoram Peace Accord: Conflict and Resolution). She also earned an M.A. and M.Phil in Political Science from Jawaharlal Nehru University and a second Masters in Public Administration from L'Institut international d'administration publique, École nationale d'administration, Paris, along with a graduate degree from the University of Delhi.</p> | <p>Mrs. Rekha Bagry is an independent professional. She started her entrepreneurial journey in May 2019, having worked with Price Waterhouse Coopers Private Limited for 15 years. She joined PwC in 2005 and became a partner in 2010. Prior to PwC, she worked at RSM and Co. (earlier called Ratan S. Mama), a leading Indian firm.</p> <p>Mrs. Bagry has over 20 years of experience in tax and advisory. She specializes in tax and regulatory aspects of mergers and acquisition. She has also advised on family succession, Trust formation, wills.</p> <p>Mrs. Bagry has wide experience in Mergers & Acquisition, handling large Indian corporate and multinationals. She has worked in various sectors / industries, viz. Beverages, Textile, Retail, Cement, Steel, Engineering, Telecom, Packaging Chemicals, Pharma, Media, BPO, among others.</p> |
| Nature of expertise in specific functional areas | Financial planning, Budgeting, Corporate Governance and Urban Infrastructure Financing | Finance and Corporate Law |

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| Shareholding in the Company, including shareholders as a beneficial owner | Nil | Nil | | | |
| Bodies Corporate (other than Automobile Corporation of Goa Limited) in which Mrs. Rekha Bagry holds Directorships and Committee membership | Nil | | | | |
| | | Sr. No. | Body Corporates | Committees | Designation |
| | | 1 | Ramkrishna Forgings Ltd | 1) Audit Committee 2) Nomination and Remuneration Committee 3) Management & Finance Committee 4) Risk Management Committee | 1) Member 2) Member 3) Member 4) Member |
| | | 2 | Tril Constructions Limited. | 1) Nomination and Remuneration Committee 2) Audit Committee | 1) Chairperson 2) Member |
| | | 3 | Whiteoak Capital Trustee Limited | 1) Audit Committee 2) Independent Director Committee | 1) Chairperson 2) Member |
| | | 4 | Josts Engineering Company Limited | 1) Audit Committee 2) Nomination and Remuneration Committee 3) Stakeholder Relationship Committee 4) Share Transfer Committee | 1) Member 2) Member 3) Chairperson 4) Chairperson |
| | | 5 | Renewsys India Private Limited | 1) FCG Audit Committee 2) CSR Nomination and Remuneration Committee | 1) Chairperson 2) Member |
| | | 6 | Organic India Private Limited | 1) Audit Committee 2) Nomination and Remuneration Committee | 1) Member 2) Member |
| 7 | Capital Foods Private Limited | 1) Audit Committee 2) Nomination | 1) Member 2) Member | | |

| | | | | And Remuneration Committee | |
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| Skills and capabilities required for the role and the manner in which Dr. Renu Sharma and Mrs. Rekha Bagry meet such requirements | <p>The Nomination & Remuneration Committee (NRC) had identified amongst others, expertise in the areas of Finance and Corporate Law as the skills and capabilities for the role.</p> <p>Dr. Renu Sharma's educational background, experience, skills, personality is in coherence with the criteria, role, skills, and capabilities identified by the NRC.</p> | <p>The Nomination & Remuneration Committee (NRC) had identified amongst others, expertise in the areas of Finance and Corporate Law as the skills and capabilities for the role.</p> <p>Mrs. Rekha Bagry's educational background, experience, skills, personality is in coherence with the criteria, role, skills, and capabilities identified by the NRC.</p> | | | |
| Relationship with other directors and Key Managerial Personnel of the Company | Dr. Renu Sharma is not related to any other Director and/or Key Managerial Personnel of the Company. | Mrs. Rekha Bagry is not related to any other Director and/or Key Managerial Personnel of the Company. | | | |
| Terms & conditions of appointment/re-appointment | Dr. Renu Sharma is a Non-Executive Independent Director, not liable to retire by rotation. Appointed for a term of 5 (five) years commencing from January 20, 2026 to January 19, 2031 (both days inclusive). | Mrs. Rekha Bagry is a Non-Executive Independent Director, not liable to retire by rotation. Appointed for a term of 5 (five) years commencing from January 20, 2026 to January 19, 2031 (both days inclusive). | | | |