



ADITYA INFOTECH LIMITED

CIN: L74899DL1995PLC066784

Registered Office: F-28, Okhla Industrial Area, Phase -1, New Delhi – 110 020, Delhi, India

Corporate Office: A-12, Sector 4, Noida – 201 301 Uttar Pradesh, India

Telephone: +91 120 4555 666; **Email:** companysecretary@adityagroup.com; **Website:** www.adityagroup.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that Thirty-First (31st) Annual General Meeting of the members of Aditya Infotech Limited ("Company") will be held on **Tuesday, August 4, 2026 at 02.00 PM (IST) through video conference/ other audio-visual means** to transact the following businesses:

Ordinary Businesses:

1. To receive, consider and adopt Financial Statements for the year ended March 31, 2026:

a. Adoption of Audited Standalone Financial Statements

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

"RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the reports of board of directors and auditor's thereon, be and are hereby received, considered and adopted."

b. Adoption of Audited Consolidated Financial Statements

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

"RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the reports of auditor's thereon, be and are hereby received, considered and adopted."

2. To Declare Final Dividend

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

"RESOLVED THAT a final dividend of ₹1.64 per equity share of the face value of ₹1/- each fully paid up, as recommended by the board of directors for the financial year ended March 31, 2026, be and is hereby declared."

3. To appoint Director in place of Mr. Ananmay Khemka, who retires by rotation and being eligible offers himself for re-appointment

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

"RESOLVED THAT in accordance with section 152 and all other applicable provisions, if any, of the Companies Act, 2013, Mr. Ananmay Khemka (DIN: 10782656), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Special Business

4. To appoint Mr. Atul B. Lall (DIN: 00781436) as a Non-Executive and Non-Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 160, 161 and other applicable provisions,

if any, of the Companies Act, 2013 ('the Act') read with the Rules made thereunder, Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Atul B. Lall (DIN: 00781436), who was appointed as an Additional Director (Non-Executive and Non-Independent) of the Company with effect from May 26, 2026 under Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice

in writing under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive, Non-Independent) of the Company, liable to retire by rotation, and shall be entitled to receive sitting fees for attending meetings of the Board of Directors and/or Committees thereof, as may be approved by the Board of Directors from time to time, within the limits prescribed under the Act and applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) and/or the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution"

By order of the Board of Directors
For **Aditya Infotech Limited**

Registered Office

F-28, Okhla Industrial Area
Phase -1, New Delhi – 110 020
Delhi, India

CIN: L74899DL1995PLC066784

Email: companysecretary@adityagroup.com

Website: <https://www.adityagroup.com/>

Roshni Tandon

Company Secretary & Compliance Officer
Membership No.: A21150
A-12 Sector-4, Noida,
Uttar Pradesh, India, 201301
June 24, 2026

NOTES:

1. In order to facilitate the maximum participation of the Members of the Company from different locations, the 31st Annual General Meeting ("AGM") of the Company is being held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") in terms of various circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").
2. Pursuant to various circulars prescribed by the MCA including the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard latest being 03/2025 dated September 22, 2025 read with SEBI vide general circular no. HO/49/14/14(7)2025-CFPOD2/I/3762/2026 dated January 30, 2026 (hereinafter collectively referred to as "Circulars"), it is permitted to convene an AGM through VC/ OAVM, without physical presence of members at a common venue. Accordingly, in compliance with the provisions of the Companies Act, 2013 ("Act") read with the aforementioned Circulars, the AGM of the Company is being conducted through VC/ OAVM.
3. The AGM shall be deemed to be held at the registered office of the Company i.e., F-28, Okhla Industrial Area Phase -1, New Delhi – 110 020 Delhi, India as prescribed under the Circulars.
4. Since, the AGM is being conducted through VC/ OAVM pursuant to the Circulars, requirement of physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by members is not available for the AGM and hence proxy form and attendance slip including route map of the venue has not been annexed with the notice of the AGM ("Notice").
5. Members attending the AGM through VC/ OAVM including authorized representative(s)/ attorney holder(s) of corporate members, institutional investors etc. shall be counted for the purpose of reckoning the quorum under the provisions of section 103 of the Act.
6. Corporate members are entitled to appoint authorized representatives to vote on their behalf on the resolution(s) proposed in this Notice. Institutional/ Corporate members (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned and certified copy (PDF/ JPG Format) of their Board or governing body's resolution/ Authorization, authorizing their representative to vote through remote e-voting, to the Scrutinizer through an e-mail at csanujgupta@gmail.com / corporatemakers@gmail.com with a copy marked to evoting@nsdl.com as required under the provisions of section 103 of the Act.
7. The explanatory statement pursuant to section 102 of the Act setting out the material facts concerning the special business in respect of item no. 4 of the Notice, is annexed hereto.
8. In compliance with the Circulars mentioned above at note no. 2, the Notice along with the Annual Report for the financial year 2025-26 ("Annual Report") is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/ MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the Registrar and Share Transfer Agent of the Company ("RTA")/ Depositories/ Depository Participant(s) and whose names appear in the Register of Members of the Company and/ or in the Register of Beneficial Owners maintained by the Depositories as on Friday, July 03, 2026. Further, in terms of regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing the web-link, including the exact path and QR code, where complete details of the Notice and Annual Report of the Company are available, is being physically sent to those shareholder(s) who have not registered their email addresses with the Company/ RTA/ Depositories/ Depository Participant(s), as on Friday, July 3, 2026.
9. In case any member is desirous of obtaining physical copy of Notice and Annual Report, he/ she may send a request to the Company by writing at companysecretary@adityagroup.com mentioning their Folio No./ DP ID and Client ID.
10. In compliance with aforementioned circulars, the Notice and Annual Report will be available on the website of the Company at <https://www.adityagroup.com/shareholders-meeting>. The Notice can also be accessed from the website of stock exchanges i.e., BSE Limited ("BSE") at www.bseindia.com and National Stock Exchange of India Limited ("NSE") at www.nseindia.com and the website of NSDL at www.evoting.nsdl.com.
11. **Remote E-voting**
 - a. In compliance with the provisions of section 108 of the Act and rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the Secretarial Standard on General Meetings "SS-2" issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI Listing Regulations and Circulars, the Company is providing facility of electronic voting ("E-voting") to its members in respect to cast their vote electronically on the businesses to be transacted at the AGM. For this purpose, the Company has availed the services of National Securities Depository Limited ("NSDL") for

facilitating E-voting, as the authorized agency. The facility of casting votes by a member using E-voting system during the remote E-voting period as well as E-voting during the AGM will be provided by NSDL. The detailed instructions for participating in the AGM through VC/ OAVM is explained in notes.

- b. In case of joint shareholders attending the AGM, the member whose name appears as first holder in the order of names as per the beneficial owners/ register of members as maintained by the Depositories/ Company will be entitled to vote.
- c. The members can opt for only one mode of voting i.e. remote E-voting (before the AGM in the manner as provided hereinafter) or E-voting during the AGM. The members who have cast their vote by remote E-voting may also attend the AGM, however, are not eligible for further voting during the AGM.
- d. The Members of the Company, whose names appear in the Register of Members or in the Register of beneficial owners maintained by the depositories as on Cut-off date and who are otherwise not barred from casting their vote, are entitled to vote electronically either through remote e-voting or e-voting at the AGM, on the resolution(s) set forth in this Notice. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast their vote again. A person who is not a Member as on the Cut-off date should treat this Notice for information purposes only.
- e. Any person who acquires shares of the Company and becomes a member of the Company after the dispatch of Notice and holding shares as on Cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com . However, if the Members are already registered with NSDL for remote e-voting, they can use their existing user ID and password for casting the vote.
- f. The remote E-voting period commences on Thursday, July 30, 2026 at 9:00 am (IST) and ends on Monday, August 03, 2026 at 5:00 pm (IST). During this period, members holding equity shares of the Company, as on the cut-off date i.e., Tuesday, July 28, 2026 ("Cut-off date") may cast their vote through remote E-voting. The remote E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution

is cast by the member, the member shall not be allowed to change it subsequently.

E-voting Starts on	E-voting Ends on
Thursday, July 30, 2026 9:00 am (IST) onwards	Monday, August 03, 2026 5:00 pm (IST)

- g. Members who have not registered/ updated their email address are requested to register/ update the same as per the process advised by concerned Depository Participant; and
- 12.** In terms of the provisions of section 72 of the Act, the facility for registration of nomination is available for the members in respect of the shares held by them. All existing members are encouraged, in their own interest, to provide 'choice of nomination' for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in securities market. Further, members holding shares in demat form are requested to submit choice of nomination, PAN and other details to their DPs. The said forms can be downloaded through the Company's website at <https://adityagroup.com/downloads>. Members are requested to submit the said details to their DPs in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.
- 13. Dividend related Information**
- a. The Company has fixed Monday, July 20, 2026 as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended March 31, 2026. The dividend of ₹1.64 per equity share of face value of ₹1 each (i.e. 164%) if approved and declared by the Members at the AGM, will be paid within 30 days from the date of AGM subject to deduction of tax at source, as may be applicable, to all the Beneficial Owners as at the end of the day on Monday, July 20, 2026 as per the list of beneficial owners to be furnished by the NSDL and Central Depository Services (India) Limited (CDSL); and
 - b. Pursuant to the provisions of Income-tax Act, 2025 (the IT Act), dividend income is taxable in the hands of the Members, and the Company is required to deduct income-tax at source from dividend paid to the Members as per the rates prescribed under the Act. The rate of TDS would depend upon the category and residential status of the Member. As it is important for the Company to receive the relevant information from Members to determine the rate of tax

deduction and to enable compliance with the TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number (PAN), Category as per the IT Act with their Depository Participants (DPs) in respect of shares held in demat form.

- c. Payment of dividend only through electronic mode:

In accordance with Regulation 12 of the SEBI Listing Regulations read with relevant SEBI Master Circulars, dividend shall be paid to all shareholders only through electronic mode. the Company would be unable to pay dividends through physical instruments to shareholders whose Bank account details are not updated. Accordingly, the Company will not issue any dividend warrant, cheque or demand draft.

Members may please note that their bank account details as furnished by them, will be considered for remittance of dividend as per the applicable depository regulations and the Company will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in dematerialised form are requested to update their Electronic Bank Mandate with their respective DP.

14. Inspection of Documents

- a. All documents referred to in the Notice, will be available for inspection electronically, without any fee, by the members from the date of circulation of the Notice up to the date of the AGM i.e., Tuesday, August 04, 2026.
- b. The Register of Directors & Key Managerial Personnel and their shareholding, maintained under section 170 of the Act; Register of Contracts or Arrangements in which Directors are interested, maintained under section 189 of the Act; and certificate from the secretarial auditor of the Company under regulation 13 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, will also be available for electronic inspection by the members during the AGM.
- c. Members seeking to inspect such documents may send a request on the e-mail address at companysecretary@adityagroup.com

15. Transcript of AGM

The recorded transcript of the AGM shall also be made available on the website of the Company at <https://www.adityagroup.com/shareholders-meeting>, post AGM within the prescribed statutory timelines.

www.adityagroup.com/shareholders-meeting, post AGM within the prescribed statutory timelines.

16. Voting Results

- a. The Company has appointed Mr. Anuj Gupta (Membership No. A31025) and COP No.13025, Company Secretary in Practice, who had communicated his willingness for the said appointment, as the Scrutiniser(s) to scrutinise remote E-voting process and E-voting process during the AGM of the Company in a fair and transparent manner.
 - b. The Scrutiniser, immediately after the conclusion of voting at the AGM, will first download the votes cast at the AGM and thereafter unblock the votes cast through remote E-voting in the presence of at least 2 (two) witnesses, not in the employment of the Company, and shall submit a consolidated scrutiniser's report of the total votes cast in favor or against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same and declare the result of the voting.
 - c. The results of the AGM shall be declared by the Chairperson or any person duly authorized by him on this behalf, after the AGM within the prescribed statutory timelines. The resolutions shall be deemed to be passed on the AGM date i.e. Tuesday, August 04, 2026, subject to receipt of the requisite number of votes in favor of individual resolution(s).
 - d. The said result along with Scrutinizer's report will also be displayed at the Registered Office and Corporate Office of the Company. Additionally, the results will also be uploaded on the website of the Company at <https://www.adityagroup.com/shareholders-meeting> as well as on the website of NSDL at www.evoting.nsdl.com/. The result shall simultaneously be communicated to the Stock Exchanges.
17. The Members can join the AGM in the VC/OAVM mode 15 (fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shares of the Company), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without any such restriction.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-Voting AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER: -

The remote e-Voting period begins on Thursday, July 30, 2026 at 9:00 A.M. and ends on Monday, August 03, 2026 at 05:00 P.M. The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Tuesday, July 28, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, July 28, 2026.

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 and joining virtual meeting 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.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsd.com/SecureWeb/e-Voting/e-Votinglogin.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 or joining virtual meeting & voting during the meeting. 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 home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. 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 or joining virtual meeting & voting during the meeting. 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/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.e-Voting.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 have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
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 or joining virtual meeting & voting during the meeting.

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 e-Voting@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.e-Voting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting 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?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.e-Voting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

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.nsd.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*****.
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 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.nsd.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsd.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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 csanujgupta@gmail.com / corporatemakers@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 www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Pallavi Mhatre, Deputy Vice President, NSDL at evoting@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 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 (companysecretary@adityagroup.com). If you are an Individual shareholders 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
2. 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.
3. 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to **NSDL e-Voting**

- system.** After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 4. 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.
 5. Shareholders are requested to submit their questions, if any with regard to the financial statements or any other matters to be placed at the AGM, in advance from their registered email address, mentioning their name demat account number/folio number, email id, PAN, mobile number at companysecretary@adityagroup.com. The same will be replied by the company suitably.
- 6. Speaker Registration:**
- Members who would like to express their views/ask questions as a Speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, demat account number/folio number, email id, PAN, mobile number at companysecretary@adityagroup.com between **Monday, July 20, 2026 at 9.00 a.m. (IST) and Friday, July 24, 2026 at 5.00 p.m. (IST)**.
 - Only those Members who have pre-registered themselves as a Speaker will be allowed to express their views/ask questions during the AGM.
 - The Company reserves the right to restrict the number of Speakers depending on the availability of time for the AGM and other situational factors.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

In accordance with the recommendation of the Nomination and Remuneration Committee ("NRC") and considering the extensive industry experience, strategic leadership, and valuable contributions made by Mr. Atul B. Lall during his association on the Board, the Board of Directors ("Board") approved his appointment as an Additional Director (Non-Executive, Non-Independent) of the Company with effect from May 26, 2026, subject to the approval of the Members at the ensuing Annual General Meeting.

Prior to the aforesaid appointment, Mr. Lall served as a Non-Executive and Non-Independent Director of the Company from September 12, 2024, to May 25, 2026, as the representative of Dixon Technologies (India) Limited ("DTIL") pursuant to Article 102A of the Articles of Association of the Company.

Mr. Atul B. Lall has over three decades of experience in the Electronics Manufacturing Services ("EMS") industry. He has served as a member of the Technical Evaluation Committee for Electronic Manufacturing Services under the Modified Special Incentive Package Scheme ("M-SIPS"), constituted by the Ministry of Electronics and Information Technology ("MeitY") (formerly the Department of Electronics and Information Technology). He has also served as the representative of the Electronic Industries Association of India ("ELCINA") on the Bureau of Indian Standards ("BIS") Committee for Reliability of Electronic and Electrical Components and Equipment (LITD.02). Mr. Lall is the author of the book 'Gita and India Inc.' and was conferred with the 'Man of Electronics' award by CEAMA in 2022. He is currently serving as the Vice Chairman and Managing Director of Dixon Technologies (India) Limited.

The profile of Mr. Atul B. Lall, including his skills, expertise and other details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard

on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, is provided in the Annexure forming part of this Notice.

In view of the extensive experience of Mr. Atul B. Lall in the electronics industry and his expertise in business and marketing management, the Board of Directors upon the recommendation of the Nomination and Remuneration Committee believes, that his continued association with the Company would be of immense value and shall contribute significantly to the Company's growth and strategic objectives.

The Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 ("the Act") proposing the candidature of Mr. Atul B. Lall for the office of Director. The Company has also received his consent to act as a Director and declarations confirming that he is not disqualified from being appointed as a Director under Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other competent authority.

Pursuant to the provisions of Section 152, 160 & 161 of the Act and Regulation 17 of the SEBI Listing Regulations, approval of the Members is sought for the appointment of Mr. Atul B. Lall as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation, by way of an Ordinary Resolution as set out at Item No. 4 of the Notice.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

Except Mr. Atul B. Lall and his relatives, to the extent of their shareholding, if any, in the Company, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said Resolution.

By order of the Board of Directors
For **Aditya Infotech Limited**

Registered Office

F-28, Okhla Industrial Area
Phase -1, New Delhi – 110 020
Delhi, India

CIN: L74899DL1995PLC066784

Email: companysecretary@adityagroup.com

Website: <https://www.adityagroup.com/>

Roshni Tandon

Company Secretary & Compliance Officer
Membership No.: A21150
A-12 Sector-4, Noida,
Uttar Pradesh, India, 201301
June 24, 2026

Information of Directors whose appointment/re-appointment is being proposed in the forthcoming Annual General Meeting, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable provisions of the Companies Act, 2013 and Secretarial Standards-2, as on the date of Notice

Name	Ananmay Khemka	Atul B. Lall
DIN	10782656	00781436
Date of Birth	14-07-1999	05-01-1962
Age	26	64
Original date of appointment	23-09-2024	12-09-2024
Qualifications	Bachelor's degree in global management (leadership & management) from Regent's University, London.	Master's degree in management studies from the Birla Institute of Technology and Science, Pilani.
Experience and expertise in specific functional area and Resume/Profile	<ul style="list-style-type: none"> • Leadership, Strategy & Governance • Technology, Innovation & Digital • Business Growth & Corporate Development • Operations, Manufacturing & Industry Expertise • People, Global Business & Organizational Management 	<ul style="list-style-type: none"> • Leadership, Strategy & Governance • Finance, Risk & Legal • Technology, Innovation & Digital • Business Growth & Corporate Development • Operations, Manufacturing & Industry Expertise • People, Global Business & Organizational Management
	Please refer to his profile provided on the Company's website.	Please refer to his profile provided on the Company's website.
Brief Resume	Please refer to his profile available at Company's website at https://adityagroup.com/	Please refer to explanatory statement at Item No. 4.
Terms & conditions of re-appointment and remuneration	Re-appointment in terms of Section 152(6) of the Companies Act, 2013	Appointment as Non-Independent Non-Executive Director of the Company, liable to retire by rotation "and," shall be entitled to receive sitting fees as recommended by NRC and approved by the Board.
Remuneration drawn during FY 2025-26	Refer Board's Report/Corporate Governance Report.	NIL
No. of Board Meetings attended during FY 2025-26	5 (Five)	2 (Two)
Shareholding in Aditya Infotech Limited including shareholding as a beneficial owner	11,78,794 fully paid equity shares of ₹1 each.	NIL
Relationship with other Directors/KMPs	Grand Son of Mr. Hari Shanker Khemka (Chairman cum Whole-time Director) and Son of Mr. Aditya Khemka (Managing Director)	None

Name	Ananmay Khemka	Atul B. Lall
Directorships held in other Indian companies including equity listed companies	NIL	<ul style="list-style-type: none"> • Max Estates Limited • Happy Forgings Limited • Dixon Technologies (India) Limited • Padget Electronics Private Limited • Dixon Electro Appliances Private Limited • Dixon Electro Manufacturing Private Limited • Dixon Technologies Solutions Private Limited • Rexam Dixon Electronics Private Limited • Dixon Display Technologies Private Limited • Lightanium Technologies Private Limited
Membership/ Chairmanship of committees in Indian Companies	NIL	<ul style="list-style-type: none"> • Max Estates Limited Member of the Audit Committee • Happy Forgings Limited Member of the Audit Committee Member of the Nomination & Remuneration Committee • Dixon Technologies (India) Limited Member of the Stakeholders' Relationship Committee Member of the Corporate Social Responsibility Committee Member of the Share Allotment Committee Chairman of the Risk Management Committee Chairman of the ESG Committee • Rexam Dixon Electronics Private Limited Chairman of the Corporate Social Responsibility Committee • Dixon Electro Appliances Private Limited Member of the Corporate Social Responsibility Committee
Equity listed entities from which the person has resigned as Director in past three years	NIL	Aditya Infotech Limited*

*In capacity of representative of Dixon Technologies (India) Limited