

January 21, 2026

VSL/CS/267/2026 dated 21.01.2026

<b>BSE Ltd.</b> Department of Corporate Services P. J. Towers, Dalal Street, Mumbai – 400 001.  <b>(Scrip Code: Equity - 544488)</b>	<b>National Stock Exchange of India Ltd.</b> Listing Department Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051  <b>(Symbol: VIKRAMSOLR, Series EQ)</b>
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Dear Sir/ Madam,

**Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

In connection to our earlier intimation regarding outcome of board meeting dated 20<sup>th</sup> January 2026, please find enclosed herewith the copy of Postal Ballot Notice ('Notice') for seeking approval of members of the Company through e-voting in respect of the following matters:

S. No.	Particulars	Type of Resolution
1.	Approval for the appointment of Mr. Suresh Gopinathan Menon (DIN: 09721950) as a Non-Executive Non-Independent Director	Ordinary Resolution
2.	Approval for the appointment of Mr. Joginder Pal Dua (DIN: 02374358) as an Independent Director	Special Resolution
3.	Approval for the re-appointment of Ms. Neha Agrawal (DIN: 05321461) as a Whole-Time Director of the Company	Special Resolution

In compliance with the applicable laws, the Notice is being sent only through electronic mode to all the Members, whose names appear on the register of members/list of beneficial owners, as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and who have registered their e-mail IDs with Company/Depository Participant(s) ("DP")/Registrar and Share transfer agent ("RTA") i.e. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), as on **Friday, January 16, 2026** ("Cut-off Date").

The Company has availed NSDL's e-voting services to enable the Members of the Company to cast their votes electronically. The details of e-voting period are as under:

<b>Commencement of e-voting period</b>	<b>9:00 a.m. IST on Thursday, January 22, 2026</b>
<b>Conclusion of e-voting period</b>	<b>5:00 p.m. IST on Friday, February 20, 2026</b>

The e-voting facility will be disabled by NSDL immediately after 5:00 p.m. (IST) on Friday, February 20, 2026, and will be disallowed thereafter. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.

The postal ballot notice will also be available on website of the Company at [www.vikramsolar.com](http://www.vikramsolar.com)

Kindly take the above information on record.

Thanking You,

For and on behalf of

**VIKRAM SOLAR LIMITED**

**SUDIPTA BHOWAL**

Company Secretary &

Compliance Officer

Encl. As Above

**VIKRAM SOLAR LIMITED**

► **REGISTERED OFFICE**

'Yashwishree' Biowonder 1102, 789, Anandapur  
Main Road, EM Bypass, East Kolkata Township,  
Kolkata 700 107, West Bengal, India

► **CORPORATE OFFICE**

The Chambers, 8<sup>th</sup> Floor, 1865, Rajdanga  
Main Road, Kolkata 700 107, West Bengal, India

TOLL  
FREE

1800 212 8200

EMAIL

[info@vikramsolar.com](mailto:info@vikramsolar.com)

WEB

[www.vikramsolar.com](http://www.vikramsolar.com)

CIN

L18100WB2005PLC106448

► **MANUFACTURING PLANT- FALTA**

Special Economic Zone, Sector 2, Falta,  
24 Parganas (South), 743 504, West Bengal, India

► **MANUFACTURING PLANT- CHENNAI**

B1000A, B1100C, Indospace Industrial Park  
Panaiyur Kanchipuram, Tamil Nadu 631 604, India



## VIKRAM SOLAR LIMITED

CIN: L18100WB2005PLC106448

**Registered Office:** Biowonder, 11th Floor, Unit No. – 1102, 789,  
Anandapur Main Road, East Kolkata Township, Kolkata - 700 107, West Bengal, India

**Corporate Office:** 'The Chambers', 8th Floor, 1865, Rajdanga Main Road,  
Kolkata – 700 107 West Bengal, India

**Phone:** + 91 33 2442 7299/7399, **Email:** [secretarial@vikramsolar.com](mailto:secretarial@vikramsolar.com); **Website:** [www.vikramsolar.com](http://www.vikramsolar.com)

## NOTICE OF POSTAL BALLOT AND E-VOTING

**NOTICE** is hereby given that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 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"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") 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 electronic voting (remote e-voting) vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 ("MCA Circulars") and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, that the resolutions appended below are proposed to be passed by the Members of the Company (as on the Cut-off Date) ("Members"), through postal ballot ("Postal Ballot") only by way of remote e- voting process ("remote e-voting"). An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons thereof form part of this Notice of Postal Ballot ("Notice").

In compliance with the MCA Circulars, the Notice and instructions for remote e-voting are being sent only through electronic mode to those Members whose email addresses are registered with the Company / depository participant(s).

### SPECIAL BUSINESS:

#### **Item No. 1: Appointment of Mr. Suresh Gopinathan Menon (DIN: 09721950) as Non-Executive, Non-Independent Director**

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

**"RESOLVED THAT** in accordance with, the provisions of sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the applicable provisions of the Articles of Association of the Company and based on the recommendation of Nomination and Remuneration Committee, Mr. Suresh Gopinathan Menon (DIN: 09721950), who was appointed as an Additional Director (Non-Executive, Non-Independent) by the Board of Directors of the Company with effect from 1st December 2025 and who holds office up to the date of ensuing Annual General Meeting of the Company in terms of section 161 of the Act and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director (Non-Executive, Non-Independent) of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Suresh Gopinathan Menon (DIN: 09721950) shall be entitled to receive

sitting fees for attending the meetings of the Board of Directors and its Committees and such other benefits, as may be recommended by the Nomination and Remuneration Committee and approved by the Board from time to time, in accordance with the provisions of Section 197(5) and other applicable provisions of the Companies Act, 2013 read with the relevant Rules made thereunder, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board authorised in the said behalf) be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid, without being required to seek any further consent or approval of Members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**Item No. 2: Appointment of Mr. Joginder Pal Dua (DIN: 02374358) as Independent Director**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Mr. Joginder Pal Dua (DIN: 02374358) who was appointed as an Additional Director (Non Executive, Independent) by the Board of Directors of the Company with effect from 1st December 2025 pursuant to Section 161 of the Act and who has submitted a declaration that he meets the criteria of independence as prescribed under the Act and Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby

appointed as Non Executive, Independent Director, not liable to retire by rotation, to hold office for a term of five (5) consecutive years, effective from 1st December 2025 to 30th November 2030 (both days inclusive).

**RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Members be and is hereby accorded for the appointment of Mr. Joginder Pal Dua as an Independent Director (under Non-Executive category) of the Company for the said term of 5 years, notwithstanding that Mr. Joginder Pal Dua attains the age of 75 years during the aforesaid tenure.

**RESOLVED FURTHER THAT** Mr. Joginder Pal Dua (DIN: 02374358) shall be entitled to receive sitting fees for attending the meetings of the Board of Directors and its Committees and such other benefits, as may be recommended by the Nomination and Remuneration Committee and approved by the Board from time to time, in accordance with the provisions of Section 197(5) and other applicable provisions of the Companies Act, 2013 read with the relevant Rules made thereunder, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board authorised in the said behalf) be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid, without being required to seek any further consent or approval of Members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**Item No. 3: Re-appointment of Ms. Neha Agrawal (DIN: 05321461) as Whole-Time Director of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Rules made thereunder and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("Listing Regulations"), as amended from time to time and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Audit Committee & Board of Directors of the Company and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from time to time, approval of the Members be and is hereby accorded for re-appointment of Ms. Neha Agrawal (DIN: 05321461) as Whole-time Director of the Company, designated as Director & Senior Vice President-Corporate Strategy, liable to retire by rotation, to hold office for a period of 3 (three) consecutive years i.e., from 22nd March 2026 to 21st March 2029 (both days inclusive) on the terms and conditions including those relating to remuneration as set out in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (hereinafter referred to as "the

Board" which term shall be deemed to include the Audit, Nomination and Remuneration Committee of the Board) to vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit;

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board authorised in the said behalf) be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid, without being required to seek any further consent or approval of Members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**Registered Office:**

BIOWONDER, Unit No. 1102, 11TH FLOOR, 789,  
Anandapur Main Road, Eastern Metropolitan Bypass  
Kolkata- 700107

**CIN:** L18100WB2005PLC106448

**Email:** [secretarial@vikramsolar.com](mailto:secretarial@vikramsolar.com)

**Website:** [www.vikramsolar.com](http://www.vikramsolar.com)

**Dated:** January 20, 2026

**Place:** Kolkata

**By Order of the Board**

Sudipta Bhowal  
Company Secretary &  
Compliance Officer  
ICSI Membership No. : 5303

## NOTES:

1. The Explanatory Statements pursuant to Section 102 of the Act setting out material facts and reasons in respect of the special business under the resolutions as set out above, are annexed hereto and forms part of this Notice.
2. The Board of Directors of the Company has appointed Mr. Atul Kumar Labh, Practicing Company Secretary (FCS-4848/CP-3238), of A.K. Labh & Co, Company Secretaries, as Scrutinizer, for the Postal Ballot to be conducted through remote e-voting in a fair and transparent manner.
3. In compliance with the MCA Circulars, the Notice is being sent by electronic mode only to those Members whose names appears in the Register of Members / List of Beneficial Owners maintained by the Company/ Depositories i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively as at close of business hours on Friday, 16th January 2026 ("Cut-off date") and whose e-mail addresses are registered with the Company / Depositories.

For Members who have not registered their e-mail addresses, please follow the instructions given under **Note no. 10.**

Members whose names appear in the Register of Members/ List of Beneficial Owners as on the Cut-off date are entitled to vote on the resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

Members may please note that, the Notice will also be available on the Company's website at [www.vikramsolar.com](http://www.vikramsolar.com) and on the website of NSDL <https://www.evoting.nsdl.com>.

4. As per the MCA Circulars, physical copies of the Notice, are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only.
5. In compliance with the MCA Circulars, Sections 108 and 110 of the Act and the Rules made thereunder, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') as amended from time to time the Company is offering remote e-voting facility to seek approval of the Members of the Company for the resolutions contained in this Notice. For this purpose, the Company has

engaged the services of MUFG Intime India Private Limited for facilitating remote e- voting to enable the Members to cast their votes electronically. The instructions for remote e-voting are appended to this Notice under Note no. 11.

6. The voting period begins from 09:00 a.m. (IST) on Thursday, 22nd January 2026 and ends at 05:00 p.m. (IST) on Friday, 20th February 2026. During this period Members of the Company, as on the cut-off date on Friday, 16th January 2026 may cast their vote electronically. Please note that once the vote on a resolution has been cast, Members cannot change it subsequently. The e-voting module shall be disabled by NSDL for voting thereafter.
7. Voting rights of the Members shall be reckoned in proportion to the paid-up equity shares registered in the name of the member / beneficial owner as on the Cut-off date.
8. Voting rights in the Postal Ballot Form cannot be exercised by a proxy. Since the resolutions are proposed to be passed through Postal Ballot, the facility to appoint a proxy is not applicable.
9. The relevant documents referred to in this Notice and Explanatory Statement shall be available for inspection electronically by the Members until 05:00 p.m. (IST) of the last date of remote e-voting of this Postal Ballot i.e. Friday, 20th February 2026. Members who wish to inspect the documents are requested to send an email to [secretarial@vikramsolar.com](mailto:secretarial@vikramsolar.com) mentioning their name, folio no. / client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

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

The Members who have not yet registered their email address are requested to follow below process for procuring user id and password:

- (i) 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 [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com) If you



are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at Note No. 11 i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

- (ii) Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.

The Members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

- (i) Pursuant to the MCA Circulars, the Members who have not registered their email address and in consequence the Notice could not be serviced to them may temporarily get their email address registered with the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), by clicking the link: [https://web.in.mpms.mufig.com/emailreg/email\\_register.html](https://web.in.mpms.mufig.com/emailreg/email_register.html) and follow the registration process as guided thereafter. Post successful registration of the email, the Members would get soft copy of the Notice and the procedure for remote e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, the Members may write to [investor.helpdesk@in.mpms.mufig.com](mailto:investor.helpdesk@in.mpms.mufig.com)
- (ii) It is clarified that for permanent registration of email address, the Members are however requested to register their email address, in respect of demat holdings with the Depository through the concerned depository participants.

## 11. Remote E-voting Instructions:

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

Shareholders are advised to update their mobile number and email id correctly in their demat accounts to access remote e-Voting facility.

### Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL:

#### METHOD 1 - NSDL IDeAS facility

#### Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- b) Click on "Beneficial Owner" icon under "IDeAS Login Section".
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### Shareholders not registered for IDeAS facility:

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

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



#### METHOD 2 - NSDL e-voting website

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be

redirected to InstaVote website for casting the vote during the remote e-voting period.

### **METHOD 3 - NSDL OTP based login**

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/ mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility:

### **METHOD 1 - CDSL Easi/ Easiest facility:**

Shareholders registered for Easi/ Easiest facility:

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

Shareholders not registered for Easi/ Easiest facility:

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

### **METHOD 2 - CDSL e-voting page**

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

### **Individual Shareholders holding securities in demat mode with Depository Participant:**

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

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### **Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.**

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

### **STEP 1: LOGIN / SIGNUP to InstaVote**

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.

b) Enter details as under:

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

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

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

Shareholders not registered for INSTAVOTE facility:

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

1. User ID: Enter User ID

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

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

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

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

- Shareholders holding shares in **NSDL** form, shall provide 'point 4' above
- Shareholders holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above

5. Set the password of your choice.

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

6. Enter Image Verification (CAPTCHA) Code.

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

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

## STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

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

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

## Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

### STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- E. Thereafter, Login credentials (User ID; Organisation



ID; Password] is sent to Primary contact person's email ID. (You have now registered on InstaVote)

## STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
  - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
  - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

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

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

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

## STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

### METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under “On-going Events”.

- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to

confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

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

### METHOD 2 - VOTES UPLOAD

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

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

### Helpdesk:

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

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

#### Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

### Forgot Password:

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

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

- Click on "Login" under 'SHARE HOLDER' tab.
- Click "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

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

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

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

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

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

### General Instructions - Shareholders

- ◇ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ◇ For shareholders/ members holding shares in

physical form, the details can be used only for voting on the resolutions contained in this Notice.

- ◇ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

### General Guidelines for Members:

1. Institutional / Corporate Members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc., with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by email to [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional members (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?" option available on <https://www.evoting.nsdl.com> to reset the password.
3. In case of any queries relating to e-voting you may refer to the FAQs for Members and e-voting user manual for Members available at the download section of <https://www.evoting.nsdl.com> or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com).
4. In case of any other queries, Members can contact: M/s. MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), C 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400 083, Tel No: +918108116767, Fax No: +91 22 49186060, Email: [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com)
5. The Scrutiniser shall submit a consolidated report of the total votes cast in favour or against, if any, on each of the resolutions set out in this Notice, to the Chairman. The result of the voting will be announced within two (2) working days after the conclusion of the Postal Ballot at the Company's website at [www.vikramsolar.com](http://www.vikramsolar.com). The resolutions, if assented by the requisite majority, shall be deemed to be passed on the last date specified for e-voting, in terms of the Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.

## **Explanatory Statement Pursuant to Section 102(1) of The Companies Act, 2013**

### **Item No.1**

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors, at their meeting held on 16th October 2025, appointed Mr. Suresh Gopinathan Menon (DIN: 09721950) as an Additional (Non-Executive, Non-Independent) Director of the Company w.e.f. 01st December 2025, liable to retire by rotation, subject to approval of the Members of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and pursuant to Regulation 17 (1) (c) of the SEBI (LODR) Regulations, 2015, approval of shareholders for appointment or re-appointment of a person on the board of directors is to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the shareholders of the Company is being sought for his appointment by way of Ordinary Resolution.

The Company has received the following documents from him (i) consent to act as director; (ii) confirmation that he is not disqualified from being appointed as Director under Section 164 of the said Act nor debarred from holding the office of director by virtue of any SEBI order or any other such authority. The Company has received a notice in writing from a Member, in terms of Section 160(1) of the Act, proposing his candidature for the office of Director.

The NRC and the Board after reviewing his extensive experience in technology leadership, global operations, digital transformation and his prior advisory role with the Company, is of the opinion that his appointment will strengthen Board oversight and contribute significantly to the Company's strategic and governance framework and that Mr. Menon, is a person of integrity and possesses relevant expertise and experience and is eligible for the position of a Director of the Company and fulfils the conditions specified by the Act including Rules framed thereunder and the Listing Regulations. The Board considers that his association as Director will be of immense benefit and will be in the best interest of the Company.

His brief resume, the nature of his expertise in specific functional areas, names of companies in which he holds directorship, committee memberships/chairmanships, his shareholding etc., are separately annexed hereto in Annexure A. Additional information in respect of

Mr. Suresh Gopinathan Menon, pursuant to the Listing Regulations and the Secretarial Standard on General Meetings (SS-2) issued by ICSI is also given in the Annexure A to this Notice.

Mr. Suresh Gopinathan Menon meets the following skills and capabilities required for the role as a director, as identified by the NRC: (i) Financial Consultancy (iii) experience in the securities market, (iii) operations management and insolvency law.

A copy of draft letter of appointment of Mr. Suresh Gopinathan Menon as Non-Executive Non - Independent Director setting out the terms and conditions of his appointment is available for inspection by members at the Registered Office of the Company. In addition to sitting fees for attending the meetings of the Board and its Committees, Mr. Menon would also be entitled to such other benefits, for each financial year, if approved by the Members and as may be determined by the NRC Committee and Board thereafter.

Mr. Suresh Gopinathan Menon is not related to any of the directors or key managerial personnel of the Company in terms of Section 2(77) of the Act.

None of the Directors or Key Managerial Personnel of the Company (including relatives of the Directors and Key Managerial Personnel) other than Mr. Suresh Gopinathan Menon himself and his relatives, are concerned or interested, financially or otherwise, in this resolution.

Accordingly, based on the recommendation of the NRC, the Board recommends the resolution as set out in Item no. 1 of the Notice for approval by the members as an **Ordinary Resolution.**

### **Item No.2**

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors, at their meeting held on 16th October 2025, appointed Mr. Joginder Pal Dua (DIN: 02374358) as an Additional (Non-Executive, Independent) Director of the Company, for a term of 5 consecutive years i.e. from 01st December 2025 till 30th November, 2030 (both days inclusive), not liable to retire by rotation, subject to approval of the Members of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and pursuant to Regulation 17 (1) (c) of the SEBI (LODR) Regulations, 2015, approval of shareholders for appointment or re-appointment of a person on the board of directors is to be taken at the next general meeting or within a time period of three

months from the date of appointment, whichever is earlier. Therefore, approval of the Members of the Company is being sought for his appointment by way of Special Resolution.

The Company has received the following documents from him (i) consent to act as director; (ii) declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Act, rules made thereunder and also under Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and (iii) confirmation that he is not disqualified from being appointed as Director under Section 164 of the said Act nor debarred from holding the office of director by virtue of any SEBI order or any other such authority. The Company has also received notice under Section 160 of the Act, from a member signifying intention to propose his candidature for the office of Independent Director of the Company.

The NRC and the Board assessed his credentials, independence declaration, professional standing, expertise in financial management, corporate credit and governance experience in public sector institutions and believes his inclusion on the Board brings balance, financial governance strength and regulatory oversight and that Mr. Dua, is a person of integrity and possesses relevant expertise and experience and is eligible for the position of an Independent Director of the Company and fulfils the conditions specified by the Act including Rules framed thereunder and the Listing Regulations and that he is independent of the management of the Company. Mr. Joginder Pal Dua would be attaining the age of 75 years during his tenure, if appointed. He is in good health and the Board is confident about him being able to discharge his duties in able and competent manner. The Board considers that his association as Director will be of immense benefit and will be in the best interest of the Company.

His brief resume, the nature of his expertise in specific functional areas, names of companies in which he holds directorship, committee memberships/chairmanships, his shareholding etc., are separately annexed hereto in Annexure A. Additional information in respect of Mr. Joginder Pal Dua, pursuant to the Listing Regulations and the Secretarial Standard on General Meetings (SS-2) issued by ICSI is also given in the Annexure A to this Notice.

Mr. Joginder Pal Dua meets the following skills and capabilities required for the role as an Independent Director, as identified by the NRC: (i) Financial Consultancy (ii) experience in the securities market, (iii) operations management and insolvency law.

Pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Joginder Pal Dua has confirmed that his name is included in the data bank of Independent Directors maintained by Indian Institute of Corporate Affairs ('IICA') and he was exempted from passing the online proficiency self-assessment test conducted by the Institute.

A copy of draft letter of appointment of Mr. Joginder Pal Dua as Non-Executive Independent Director setting out the terms and conditions of his appointment is available for inspection by members at the Registered Office of the Company. In addition to sitting fees for attending the meetings of the Board and its Committees, Mr. Dua would also be entitled to such other benefits, for each financial year, if approved by the Members and as may be determined by the NRC and Board thereafter.

Mr. Joginder Pal Dua is not related to any of the directors or key managerial personnel of the Company in terms of Section 2(77) of the Act.

None of the Directors or Key Managerial Personnel of the Company (including relatives of the Directors and Key Managerial Personnel) other than Mr. Joginder Pal Dua himself and his relatives, are concerned or interested, financially or otherwise, in this resolution.

Accordingly, based on the recommendation of the NRC, the Board recommends the resolution as set out in Item no. 2 of the Notice for approval by the members as a **Special Resolution.**

### **Item No.3**

Based on the recommendation & evaluation of the Nomination and Remuneration Committee ('NRC'), Audit Committee (AC), the Board of Directors, at their meeting held on 20th January 2026, have approved re-appointment of Ms. Neha Agrawal (DIN: 05321461) as Whole-time Director of the Company, designated as Director & Senior Vice President- Corporate Strategy, for a term of 3 (three) consecutive years i.e. from 22nd March 2026 till 21st March 2029 (both days inclusive), liable to retire by rotation, subject to approval of the Members by way of Special Resolution.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and pursuant to Regulation 17 (1) (c) of the SEBI (LODR) Regulations, 2015, approval of shareholders for appointment or re-appointment of a person on the board of directors is to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the Members of the

Company is being sought by way of Special Resolution.

**The brief terms of her reappointment are as follows:**

- a. **Fixed Salary:** ₹ 64.28 lacs per annum with liberty to the Board of Directors to review and set the level from time to time based on the recommendation/ approval of the Nomination and Remuneration Committee. The Company's contribution to provident fund, superannuation or annuity fund, gratuity payable, as per Rules of the Company, is part of Fixed Salary.
- b. **Benefits in-addition to the above salary:**
  - i. **Personal Accident Insurance** – As per Rules of the Company.
  - ii. **Medical Benefits:** As per Rules of the Company.
  - iii. **Leave Encashment:** Leave with full pay and allowances with all benefits and amenities as per Rules of the Company. Accumulation as well as encashment of un-availed earned privilege leave will be permissible in accordance with the Rules of the Company.
  - iv. **Conveyance Facilities:** As per Rules of the Company
  - v. **Other Perquisites, Benefits & Allowance(s):** As per Rules of the Company as may be available to other senior executives of the Company and/ or as may be decided by the Board of Directors based on approval, if any, accorded by the Nomination and Remuneration Committee.

The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of the Income Tax Act, 1961 and Rules framed thereunder or any statutory modification(s) or re-enactments(s) thereof. In the absence of any such Rules, perquisites and allowances shall be evaluated at actual cost.

- c. **Performance Linked Bonus** – The Whole-time Director shall be entitled upto 40% of her fixed compensation by way of annual performance linked bonus, subject to the overall business growth of Company.

- d. **Minimum Remuneration:** Notwithstanding the above, where in any financial year during the currency of the tenure of the Whole-time Director, the Company has no profits or its profits are inadequate subject to the compliance of the provisions of Schedule V to the Companies Act, 2013, it may pay her remuneration by way of salary and perquisites as minimum remuneration in addition to the amount as specified hereinabove and encashment of leave at the end of tenure which shall not be included in the computation of the ceiling of remuneration.

- e. **Reimbursement of expenses:** Reimbursement of all entertainment, travelling, hotel and other expenses incurred by the Whole-time Director during the course of and in connection with the business of the Company.

During the currency of tenure of Ms. Neha Agrawal as a Whole-time Director of the Company, designated as Director & Senior Vice President- Corporate Strategy, if the Company incurs a loss or its profits are inadequate, the Company shall pay to Ms. Neha Agrawal, the above remuneration by way of basic pay, perquisites, allowances and other benefits as a minimum remuneration, after necessary compliance as may be prescribed from time to time.

Her brief resume, the nature of her expertise in specific functional areas, names of companies in which she holds directorship, committee memberships/chairmanships, his shareholding etc., are separately annexed hereto in Annexure A. Additional information in respect of Ms. Neha Agrawal, pursuant to the Listing Regulations and the Secretarial Standard on General Meetings (SS-2) issued by ICSI is also given in the Annexure A to this Notice.

Ms. Neha Agrawal satisfies all the conditions set out in Schedule V of the Companies Act, 2013, as applicable, as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for her reappointment.

Aforesaid may be treated as a written memorandum setting out the terms of appointment of Ms. Neha Agrawal under Section 196(4) of the Act and relevant Regulation(s) of SEBI Listing Regulations.



## ANNEXURE A

**Additional Information of Director seeking appointment/re-appointment at the forthcoming General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with provisions of the Companies Act, 2013 and Secretarial Standards-2 issued by the Institute of Company Secretaries of India, as on the date of the Notice.**

<b>Name of the Director</b>	<b>Mr. Suresh Gopinathan Menon</b>	<b>Mr. Joginder Pal Dua</b>	<b>Ms. Neha Agrawal</b>
<b>Category</b>	Non-Executive Non-Independent	Non-Executive Independent	Wholetime Director
<b>Director Identification Number (DIN)</b>	09721950	02374358	05321461
<b>Age</b>	63 Years	73 Years	38 years
<b>Date of Initial Appointment</b>	1st December 2025	1st December 2025	22nd March 2021
<b>Qualification</b>	Master of Science (Physics) – University of Poona; Master of Technology (Computer Science) – IIT Madras; Advanced Management Programme – INSEAD France	Master's in economics – Punjab University; Bachelor of Law – Meerut University	Chartered Accountant from the Institute of Chartered Accountants of India and Company Secretary from the Institute of Company Secretaries of India
<b>Brief Profile, Experience &amp; Expertise in specific functional areas</b>	As per Annexure B	As per Annexure B	As per Annexure B
<b>Terms and conditions for appointment/ re-appointment</b>	As mentioned in the resolution	As mentioned in the resolution	As mentioned in the resolution and the explanatory statement
<b>Remuneration last drawn</b>	Not Applicable	Not Applicable	As mentioned in the explanatory statement
<b>Shareholding in the Company as on 31.12.2025 (in individual capacity and as a beneficial owner)</b>	Nil	Nil	20,000 shares
<b>Number of Board meetings attended till 01.12.2025</b>	1 held after appointment	1 held after appointment	6 out of 6
<b>Directorships held in other Indian Listed Companies</b>	Nil	2 (Two) 1. BMW Industries Limited 2. Rupa & Company Limited	Nil
<b>Directorships held in other Indian unlisted Companies</b>	2 (Two) 1. Tata AIA Life Insurance Company Limited 2. West Bengal Electronics Industry Development Corporation Limited	2 (Two) 1. Bindals Papers Mills Limited 2. Utkarsh India Limited	3 (Three) 1. Vikram Solar Foundation 2. VSL Green Power Private Limited 3. Amelia Coal Mining Limited

<b>Details of Listed Companies from which the Director resigned in past 3 years</b>	Not Applicable	Canara HSBC Life Insurance Company Limited. Century Plyboards (India) Ltd	HGI Industries Limited
<b>Chairmanship/ membership of Committees of the Company</b>	Nomination & Remuneration Committee - Member Risk Management Committee- Member	Nomination & Remuneration Committee-Member Risk Management Committee- Member	CSR Committee and Executive Committee - Member
<b>Chairmanship/ membership in Committees of Board of Directors of other Indian Public Companies</b>	<b>West Bengal Electronics Industry Development Corporation Ltd:</b> Audit Committee - Member Nomination & Remuneration Committee - Member CSR & ESG Committee – Member Project Evaluation Committee- Chairman <b>Tata AIA Life Insurance Company Limited:</b> Policyholder Protection, Grievance Redressal and Claims Monitoring Committee – Member; Risk and Asset Liability Management Committee - Member	<b>Century Plyboards (India) Limited:</b> Audit Committee – Member; Nomination & Remuneration Committee – Member; Independent Directors Committee- Member <b>Bindals Papers Mills Limited:</b> Audit Committee- Member; Nomination & Remuneration Committee-Member; Independent Directors Committee- Member <b>Utkarsh India Limited:</b> Audit Committee-Member; Nomination & Remuneration Committee-Member; Independent Directors Committee-Member; Corporate Social Responsibility Committee-Member	Nil

## ANNEXURE B

### BRIEF PROFILES OF DIRECTORS PROPOSED FOR APPOINTMENT/RE-APPOINTMENT

#### 1. Profile of Mr. Suresh Gopinathan Menon (DIN: 09721950)

**Mr. Suresh Gopinathan Menon** holds a Master of Science degree in Physics from University of Poona and a Master of Technology in Computer Science from IIT Madras. He has completed the Advanced Management Program from INSEAD, France.

He retired in May 2022 from Tata Consultancy Services Ltd. (TCS) after an illustrious 36-year tenure, culminating as Senior Vice President leading operations across Kolkata, Jamshedpur and Guwahati. He also served as CEO & Director of Diligenta Ltd., UK, a regulated subsidiary of TCS, focusing on Life and Pensions Insurance administration.

Mr. Menon has previously served on the Advisory Board of Vikram Solar Limited and currently serves on the Boards of Tata AIA Life Insurance Company Limited and West Bengal Electronics Industry Development Corporation Limited.

#### 2. Profile of Mr. Joginder Pal Dua (DIN: 02374358)

**Mr. Joginder Pal Dua** is a seasoned banking professional with more than three decades of experience. He holds a master's degree in economics from Punjab University and a Law Degree from Meerut University.

He has served in senior leadership roles at Oriental Bank of Commerce, and subsequently as Chairman and Managing

Director of Allahabad Bank. He was appointed to the Board for Industrial and Financial Reconstruction (BIFR) and retired as Chairman in January 2016.

He has held positions in several industry bodies including Indian Banks' Association and has served as governing body member for NIBM, IIBF, IBPS, XIBM and others.

### 3. Profile of Ms. Neha Agrawal (DIN: 05321461)

**Ms. Neha Agrawal** is the Whole-Time Director of Vikram Solar limited, with over 14 years of experience in the solar module manufacturing. She was appointed as a manager in our company & to our Board with effect from March 2014 & March 21 respectively. She is currently Head of Strategy & leads strategy for International Business, Annual operating plans & ensure strong corporate governance. Under her leadership, the Company has expanded international business reach, strengthened governance and technology adoption. Previously, she has worked as management trainee for Idea cellular Limited & as a senior consultant with Ernst & Young LLP. Ms. Neha Agrawal is a certified Chartered Accountant by ICAI & company secretary by ICSI. She is focused on driving sustainable growth and clean energy transition.

## STATEMENT PURSUANT TO SCHEDULE V OF THE COMPANIES ACT, 2013 TO BE CIRCULATED TO THE SHAREHOLDERS ALONG WITH THE POSTAL BALLOT NOTICE

### I. General Information:

*Nature of industry* -The Company is engaged in the business of manufacturing and sale of Solar photovoltaic modules / systems. The manufacturing facilities are situated at Falta Special Economic Zone (SEZ), West Bengal and at Oragadam, Tamil Nadu. The Company is also engaged into setting up of the Solar Power Plant / Systems and provides operation & maintenance services.

*Date ~~or expected date~~ of commencement of commercial production* - September 03, 2008

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – Not Applicable.

*Financial performance based on given indicators:*

Particulars	Amount (Rs. In millions)	
	2024-25	2023-24
Total Income	34,516.72	24,560.84
Net profit/ (loss) before Tax	2,161.53	1,002.43
Net Profit/(loss) after Tax	1,390.96	668.17
Other Comprehensive Income	(8.86)	60.20
Total Comprehensive Income	1,382.10	728.37

*Foreign investments or collaborations, if any:*

The Company has 3 Overseas Direct Investments (ODI). They are as follows:

1. Vikram Solar PTE Ltd (Singapore) – The Company had invested in 130000 equity shares of Vikram Solar PTE Limited.
2. Vikram Solar US Inc. (USA) - The Company had invested in 16000 equity shares of Vikram Solar US Inc.
3. Vikram Solar GMBH (Germany) - The Company had invested in 36000 equity shares of Vikram Solar GMBH.

### II. Information about the appointee:

- (1) Background Details: Kindly Refer Annexure - B
- (2) Past remuneration: As mentioned in the explanatory statement.
- (3) Recognition or awards: Ms. Neha Agrawal has been awarded with 40 under 40 prestigious recognition award conducted by ICAI which is given to individuals under the age of 40 for their significant impact, leadership, and innovation across various industries.

- (4) Job profile and her suitability: Ms. Neha Agrawal has over 14 years of experience in the field of consultancy and solar industry. Considering her qualification, in-depth experience in solar industry and achievements, she may be considered as the most suitable person for her position.
- (5) Remuneration proposed: As mentioned in the Explanatory Statement
- (6) The Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (In case of expatriates the relevant details would be with respect to the country of origin): The proposed remuneration payable to Ms. Neha Agrawal is commensurate with the remuneration paid to a Whole-time Director of the said profile in the same industry and size of the Company.
- (7) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any - Except the remuneration and perquisites stated above, Ms. Agrawal holds 20000 equity shares of Rs. 10/- each in the Company, she has no other direct or indirect pecuniary relationship with the Company or with other Managerial Personnel.

### **III. Other information**

1. Reasons of loss or inadequate profits: The proposed remuneration is within the limits provided in Section 197 of the Companies Act, 2013.
2. Steps taken or proposed to be taken for improvement: Reference to Schedule V, loss or inadequacy of profit disclosure thereunder are taken as a precautionary measure
3. Expected increase in productivity and profits in measurable terms: The Company is constantly working towards increasing its activities and this would bring about a gradual increase in turnover due to better utilization of its resources resulting in improved profitability.