



CUPID LIMITED

Manufacturer & Exporter of Male Condoms, Female Condoms, Water based Lubricants & In Vitro Diagnostics (IVD) Kits

We Help The World Play Safe

Date: - 30/01/2026

To,

Department of Corporate Services,
BSE LIMITED,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
SCRIP CODE: 530843

The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Bandra-Kurla
Complex, Bandra (East),
Mumbai - 400051
Fax No. – 6641 8125 / 26
SCRIP CODE: CUPID

SUBJECT: NOTICE OF EXTRA ORDINARY GENERAL MEETING OF THE COMPANY

Dear Sir / Madam,

With reference to captioned subject and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of the Extra Ordinary General Meeting of the company scheduled to be held on **Tuesday, 24th February, 2026 at 12.30 PM** through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

This is for your information and records.

Kindly acknowledge the receipt of the same.

Thanking you.

Yours Faithfully,

For Cupid Limited

Saurabh V. Karmase

Company Secretary and Compliance Officer

Factory & Registered Office:

CIN No.: L25193MH1993PLC070846



A-68, M.I.D.C. (Malegaon), Sinnar,
Nashik - 422113, Maharashtra, India



+91 2551 230280 / 230772
+91 7722009580



www.cupidlimited.com
info@cupidlimited.com



CUPID LIMITED

CIN NO.: L25193MH1993PLC070846

Regd. Office: A-68, M.I.D.C. (Malegaon), Sinnar, Nashik - 422113, Maharashtra, India

Email Id.: cs@cupidlimited.com, Website: www.cupidlimited.com, Tel.: 02551-230280, 230772

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the Shareholders of CUPID LIMITED will be held on Tuesday, 24th February, 2026 at 12.30 PM through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility, to transact the following business: -

SPECIAL BUSINESS

1. Increase in threshold of loans / guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013.

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

RESOLVED THAT pursuant to the provisions of Sections 179, 186 and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of all the earlier resolutions passed in this regard, consent of the shareholders be and is hereby accorded to Board of Directors of the Company to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches as deem beneficial and in the

interest of the Company, for an amount not exceeding Rs. 350 Crores (Rupees Three Hundred and Fifty Crores Only), over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, outstanding at any given point of time, as prescribed under Section 186 of the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, board of directors of the company be and are hereby severally authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and / or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit; necessary or appropriate.

RESOLVED FURTHER THAT Mr. Aditya Kumar Halwasiya, Chairman and Managing Director; Mr. Ajay Kumar Halwasiya, Executive Director and Company Secretary of the company be and are hereby severally authorized to file the necessary forms with the Registrar of Companies in this regard.

2. Increase in Authorised Capital and the Alteration of Capital Clause in Memorandum of Association 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 Section 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, and in accordance with the provisions of the Articles of Association of the Company the consent of the shareholders of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from existing Rs. 50,00,00,000/- (Rupees Fifty Crores) divided into 50,00,00,000 (Fifty Crore) Equity Shares of face value of Re. 1/- each to Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 150,00,00,000 (One Hundred and Fifty Crores) Equity Shares of face value of Re. 1/- each ranking pari passu in all respect with the existing Equity Shares of the Company.

RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder, the consent of the shareholders of the Company be and is hereby accorded, for substituting Clause V of the Memorandum of Association of the Company with the following clause:

V. The Authorized Share Capital of the Company is Rs. 150,00,00,000 (Rupees One Hundred and Fifty Crore) divided into 150,00,00,000 (One Hundred and Fifty Crores) Equity Shares of face value of Re. 1/- (Rupee One) each, with the rights, privileges and conditions attaching thereto as are provided by the Articles of Association of the Company for the time being with power to increase and reduce the Capital of the Company and to divide the shares in the Capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or condition in such manner as may be permitted by the Companies Act, 2013 or provided by the Articles of Association of the Company for the time being.

RESOLVED FURTHER THAT Mr. Aditya Kumar Halwasiya, Chairman and Managing Director and Mr. Ajay Kumar Halwasiya, Executive Director and Company Secretary of the company be and are hereby severally authorized to do all acts, deeds, things on behalf of the company to give effect to this resolution.

3. Issue of Bonus Shares.

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

RESOLVED THAT in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, relevant provisions of Memorandum of Association and Articles of Association of the Company, the Securities and Exchange Board of India ('SEBI') (Issue of Capital and Disclosure Requirements) Regulations, 2009, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India ('RBI') from time to time, and subject to such approvals, consents,

permissions, conditions and sanctions as may be necessary from appropriate authorities, approval of the shareholders of the Company be and is hereby accorded for capitalization of such sum standing to the credit of the securities premium and / or free reserves of the Company, as may be considered necessary by the Board of Directors, for the purpose of issuance of fully paid-up bonus equity shares of face value of Re. 1/- (Rupee One Only) (107,57,28,560 Equity Shares) to the Members of the Company in the proportion of 4:1 i.e., 4 (Four) bonus shares for every 1 (One) equity share of face value of Re. 1/- (Rupee One Only) held as on such date as may be fixed by the Board for this purpose ('record date') AND THAT the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such Member.

RESOLVED FURTHER THAT the bonus shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as on the record date and the same shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the new Equity Shares will be credited in electronic form to the Demat accounts of the shareholders who hold the existing equity shares in electronic form, and the bonus equity shares arising to the shareholders holding equity shares in physical form as on the Record Date shall be credited to a dematerialised escrow account opened by the Company, and such bonus shares shall be transferred to the respective demat accounts of such shareholders only upon receipt of valid dematerialisation requests, in such manner as may be permitted under applicable law.

RESOLVED FURTHER THAT pursuant to the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 or Securities and Exchange Board of India (Share Based Employee Benefits And Sweat Equity) Regulations, 2021, as amended from time to time the Board be and is hereby authorised to make appropriate adjustments due to issue of Bonus shares, to the stock options which have been granted under its Employee Stock Option Scheme, such that the exercise price for all outstanding stock options (vested but not exercised and unvested stock options), the number thereof and the number of stock options available for future grant(s) as on the record date shall be proportionately adjusted.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to Non-Resident Members, Foreign Institutional Investors (FIIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, if required.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the securities of the Company are presently listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT Mr. Aditya Kumar Halwasiya, Chairman and Managing Director and Mr. Ajay Kumar Halwasiya, Executive Director and Company Secretary of the company be and are hereby severally authorized to do all acts, deeds, matters and things as they may, in their absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters in relation or consequential to the issue of bonus shares including execution and filing of all the relevant documents with the Stock Exchanges, Depositories and other appropriate authorities, in due compliance of the applicable rules and regulations, to give effect to this resolution.

4. Continuation of Directorship of Mr. Rajinder Singh Loona (DIN: 02305074) as a Non-Executive Independent Director of the Company post attaining the age of 75 years.

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

RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 161 read with schedule IV, relevant rules under the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (“Act”), Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modifications or re-enactment thereof for the time being in force) and pursuant to approval granted by the shareholders of the Company by way of passing a Special Resolution through postal ballot on January 17, 2024 for appointment of Mr. Rajinder Singh Loona (DIN: 02305074) for a first term of 5 consecutive years commenced from October 20, 2023, not liable to retire by rotation, prior to him attaining the age of 75 years, the consent of the shareholders of the Company be and is hereby accorded for continuation of Mr. Rajinder Singh Loona (DIN:

02305074), as a Non-Executive Independent Director of the Company post attaining the age of 75 years till the end of his first term of 5 consecutive years, not liable to retire by rotation and on the same terms and conditions as already approved by the shareholders through postal ballot on January 17, 2024.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149 and 197 of the Companies Act, 2013 read with Schedule IV (including any statutory modification(s) or re-enactment thereof, for the time being in force) Mr. Rajinder Singh Loona (DIN: 02305074), Independent Director of the Company be paid such sitting fees, for attending the meeting(s) of the Board or any Committee thereof, and profit related commission computed in the manner referred to in Section 198 of the Companies Act, 2013, within the limits prescribed under the Act and Rules thereunder as may be approved by the Board and shareholders of the company from time to time and reimbursement of any expenses for participation in the Board and other Committee meetings.

RESOLVED FURTHER THAT Mr. Aditya Kumar Halwasiya, Chairman and Managing Director and Mr. Ajay Kumar Halwasiya, Executive Director and Company Secretary of the company be and are hereby severally authorized to do all acts, deeds, matters and things as they may, in their absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters in relation or consequential to the said continuation of directorship of Mr. Rajinder Singh Loona (DIN: 02305074) as an Independent Director post attaining the age of 75 years till the end of his first term of 5 consecutive years, to give effect to this resolution.

5. To seek approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company.

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

RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company, the consent of the shareholders of the Company be and is hereby accorded to authorize the Board of Directors of

the Company to sell, lease, dispose of or otherwise transfer, including by way of mortgage, charge, hypothecation, pledge or otherwise, all or any part of the present and/or future movable and immovable properties, assets or undertaking(s) of the Company, whether tangible or intangible, wherever situated (collectively referred to as the 'Assets'), and/or to create a floating charge over such Assets, in favour of banks, financial institutions, debenture trustees, investors or other lenders, to secure the borrowings availed or to be availed by the Company, together with interest, costs, charges, expenses and all other monies payable in respect thereof, provided that the aggregate amount of indebtedness so secured shall not at any time exceed Rs. 350 Crores (Rupees Three Hundred and Fifty Crores only).

RESOLVED FURTHER THAT Mr. Aditya Kumar Halwasiya, Chairman and Managing Director and Mr. Ajay Kumar Halwasiya, Executive Director and Company Secretary of the company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of sale, lease, creation of security or any other dispositions, filing of necessary forms, returns, applications, submissions under the Act.

For and on behalf of the Board of Directors

SD/-

Saurabh V. Karmase
Company Secretary and Compliance Officer

CIN No. : L25193MH1993PLC070846

Website: www.cupidlimited.com

Email: cs@cupidlimited.com

REGISTERED OFFICE

A - 68, M. I. D. C. (Malegaon), Sinnar, Nashik,

Maharashtra- 422113

Place: Mumbai

Date: 29th January, 2026

NOTES

1. The Explanatory Statement setting out material facts, pursuant to Section 102 of the Companies Act, 2013 ('the Act') and Secretarial Standard – 2 on General Meetings in respect of the Special Business under Item No. from 1 to 5 of the accompanying Notice is annexed hereto.
2. The Ministry of Corporate Affairs ("MCA"), vide its General circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 (collectively "SEBI Circulars"), have permitted companies to conduct EGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), the EGM of the Company is being convened and conducted through VC. The Registered Office of the Company shall be deemed to be the venue for the EGM.
3. In terms of the MCA Circulars, physical attendance of members has been dispensed with and therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the EGM. However, pursuant to Section 112 and Section 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-Voting, for participation in the EGM through VC / OAVM facility and e-Voting during the EGM.
4. In terms of the MCA Circulars and relevant circulars issued by SEBI, the Notice of the EGM is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depository Participants ("DPs") and will also be available on the website of the Company at www.cupidlimited.com, on the website of BSE Limited at www.bseindia.com, on the website of National Stock Exchange of India Limited at www.nseindia.com and also on the website of Central Depository Services Limited ("CDSL") at www.evotingindia.com. Since the EGM will be held through VC / OAVM facility, the Route Map is not annexed in this Notice.

5. The Members can join the EGM in the VC/OAVM mode 15 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 EGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Documents referred to in any of the items in the Notice are available for inspection through electronic mode. Members may write to the Company on cs@cupidlimited.com for inspection of said documents.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market.
Members holding shares in electronic form are, therefore, requested to submit their Pan to their Depository Participants with whom they are maintaining their demat accounts.
Members holding shares in physical form can submit their PAN to the Company / Bigshare Services Pvt. Ltd.
9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained by a letter communicated to the Company / Bigshare Services Pvt. Ltd. (RTA).
10. Non-Resident Indian Members are requested to inform RTA immediately of (in case of shares held in physical form)
 - (a) Change in their residential status on return to India for permanent settlement.
 - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
11. Members who have not registered their email address so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, and other from the Company electronically.
12. Information and other instructions relating to e-voting are as under: -

- (i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system (remote e-voting).
- (ii) The members who have cast their vote by remote e-voting shall not be entitled to cast their vote again at the Extra Ordinary General Meeting.
- (iii) The Company has engaged the services of M/s. Central Depository Services Limited as the Agency to provide e-voting facility.
- (iv) The Board of Directors of the Company has appointed Mr. Shailesh Kachalia, Practicing Company Secretary, Mumbai as Scrutinizer to scrutinise the e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for said purpose.
- (v) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 17th February, 2026.
- (vi) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 17th February, 2026 only shall be entitled to avail the facility of remote e-voting / e-voting at EGM.
- (vii) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 17th February, 2026 may obtain the User ID and password in the manner as mentioned at point no. 13 of the Notice or write an email to helpdesk.evoting@cdslindia.com.

(viii) The remote e-voting facility will be available during the following period:

The voting period begins on 21st February, 2026 at 9.00 a.m. and ends on 23rd February, 2026 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ix) The Scrutinizer, after scrutinising the votes cast at the meeting through e-voting and through remote e-voting, will, not later than two working days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Company. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company at www.cupidlimited.com, on the notice board of the company and on the website of M/s. Central Depository Services Limited at www.evotingindia.com. The results shall simultaneously be communicated to BSE Limited and National Stock Exchange of India Limited.

(x) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Extra Ordinary General Meeting, i.e. 24th February, 2026.

13. The instructions for shareholders e-voting and joining virtual meetings are as under: -

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 21st February, 2026 at 9.00 a.m. and ends on 23rd February, 2026 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 17th February, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's / retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cDSLindia.com/myeasi/home/login or visit www.cDSLindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cDSLindia.com/myeasi/Registration/EasiRegistration.</p> <p>4) 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a</p>

in demat mode with NSDL	<p>Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site</p>

Depository Participants	after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meeting for Physical shareholders and shareholders other than individual holding in Demat form:

(1) The shareholders should log on to the e-voting website www.evotingindia.com

(2) Click on “SHAREHOLDERS” module.

(3) Now Enter your User ID.

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Members holding shares in Physical Form should enter Folio Number registered with the Company.

(4) Next enter the Image Verification as displayed and Click on Login.

(5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(6) If you are a first time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN *	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>❖ Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</p>
Dividend Bank Details OR DOB	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>❖ If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</p>

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xv) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz. cs@cupidlimited.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **15 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@cupidlimited.com. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance **15 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@cupidlimited.com. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting.
9. Only those shareholders, who are present in the EGM 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 available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL / MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company / RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800 22 55 33.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as 'the Act'), the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and Secretarial Standards on General Meetings (SS-2)

ITEM No. 1:

Increase in threshold of loans / guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013.

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 350 Crores, as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 1 for approval by the members of the Company as Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution.

ITEM No. 2:

Increase in Authorised Capital and the Alteration of Capital Clause in Memorandum of Association of the company.

Presently, the Authorised Share Capital of the Company is Rs. 50,00,00,000 (Rupees Fifty Crores Only) divided into 50,00,00,000 (Fifty Crore) Equity Shares of Re. 1/- each (Rupee One only).

In order to broaden the existing capital structure of the Company and to enable the Company to issue Bonus Shares, the Board of Directors at its meeting held on January 29, 2026, have recommended to increase the Authorised Share Capital to Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 150,00,00,000 (One Hundred and Fifty Crore) Equity Shares of Re. 1/- each (Rupee One only) ranking pari passu in all respect with the existing Equity Shares of the Company and accordingly alter the Authorised Share Capital in *Clause V* of the Memorandum of Association of the Company.

Pursuant to the provisions of Section 13, 61, 64 and Rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, an increase in the Authorised Share Capital and alteration *Clause V* of Memorandum of Association of the Company requires the approval of the shareholders. Accordingly, approval of shareholders is sought by passing an ordinary resolution set out at Item No. 2 of this Notice.

The Board of Directors of the Company recommends the resolution set out at Item No. 2 of this Notice for approval of the shareholders as an Ordinary Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice.

ITEM No. 3:

Issue of Bonus Shares.

To reward and further enhance Shareholders' value, the Board of Directors at their Meeting held on January 29, 2026, after considering the available reserves, subject to the consent of the Shareholders of the Company and all other requisite approvals, permissions and sanctions,

recommends issuance of Bonus Shares, to the Shareholders of the Company in the ratio of 4:1 i.e., 4 (Four) bonus shares for every 1 (One) equity share of face value of Re. 1/- (Rupee One Only) held on the record date to be determined by the Board of Directors of the Company, by capitalising a sum not exceeding Rs. 107,57,28,560/- (Rupees One Hundred and Seven Crore Fifty Seven Lakh Twenty Eight Thousand and Five Hundred Sixty only) from and out of the Securities Premium Account, Free Reserves and / or other permitted reserves / surplus of the Company. Besides rewarding shareholders, this will improve the liquidity in the market, facilitating larger participation of investors in the growth of the Company.

Further, pursuant to Regulation 294(6) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the allotment of shares in Bonus Issue shall be made in dematerialised form only, and thus, in case of Shareholders who hold Equity Shares in dematerialised form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Shareholders with their respective Depository Participant(s) and the bonus equity shares arising to the shareholders holding equity shares in physical form as on the Record Date shall be credited to a dematerialised escrow account opened by the Company, and such bonus shares shall be transferred to the respective demat accounts of such shareholders only upon receipt of valid dematerialisation requests, in such manner as may be permitted under applicable law.

The issue of bonus shares, by way of capitalizing reserves, is authorized by the Company's Articles of Association. The issue of bonus equity shares is subject to shareholder's approval in terms of Section 63 of the Companies Act, 2013 and any other applicable statutory and regulatory approvals.

The Resolution, if passed, will have the effect of allowing the Board of Directors to allot Bonus Shares to those whose names appear in the Register of Members of the Company as on the Record Date, as decided by the Board.

The Board of Directors of the Company recommends the resolution set out at Item No. 3 of this Notice for approval of the shareholder's as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the above resolution mentioned at Item No. 3 of the Notice except to the extent of their shareholding in the Company.

ITEM No. 4:

Continuation of Directorship of Mr. Rajinder Singh Loona (DIN: 02305074) as a Non-Executive Independent Director of the Company post attaining the age of 75 years.

Shareholders of the Company by way of passing a Special Resolution through postal ballot on January 17, 2024 approved an appointment of Mr. Rajinder Singh Loona for a first term of 5 years commenced from October 20, 2023 prior to him attaining an age of 75 years.

In terms of the Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") with effect from April 1, 2019, no listed Company shall appoint or continue the appointment of a Non-Executive Director, who has attained the age of 75 years, unless a special resolution is passed to that effect.

Now as he will be attaining (completing) the age of 75 years on 21st September, 2026, considering the immense value he adds to the Board it is desirable to avail his expertise, and so the Nomination & Remuneration Committee (NRC) has provided its recommendation to the Board and based on the recommendation of the NRC, the Board of Directors on January 29, 2026, approved the continuation of his Directorship as a Non-Executive Independent Director of the Company post him attaining the age of 75 years till the end of his first term of 5 consecutive years, not liable to retire by rotation, subject to approval of the shareholders by way of passing a special resolution and on the same terms and conditions as already approved by the Shareholders through postal ballot on January 17, 2024 by passing a special resolution for his appointment for a first term of 5 years commenced from October 20, 2023 prior to him attaining an age of 75 years, pursuant to Regulation 17(1A) and other applicable provisions of the Listing Regulations, read with provisions of Section 149, 150, 152, 161 read with schedule IV, and other applicable provisions of the Act, and relevant rules under the Companies (Appointment and Qualification of Directors) Rules, 2014.

Brief details of Mr. Rajinder Singh Loona as stipulated under Regulation 36 (3) of Listing Regulations and SS-2 issued by the ICSI forms part of the Notice as Annexure A.

Justification for Continuation of Mr. Rajinder Singh Loona as a Non-Executive Independent Director post attaining the age of 75 years:

Mr. Loona is a leading corporate lawyer with specialization in securities market, banking and finance, infrastructure projects and regulatory advice. He has served as Executive Director (Law) of Securities & Exchange Board of India. Prior to that he has also had a long stint with IDBI, a principal financial institution, where he held the post of Chief General Manager (Legal). In April 2007, Mr. Loona founded a law firm, namely Alliance Corporate Lawyers which has since been renamed as Alliance Law.

Mr. Loona has been Vice-Chairman of an international Draft Convention on Harmonized Substantive Rules for Intermediated Securities prepared under the auspices of International Institute for the Unification of Private Law (UNDROIT), Rome, Italy. Further, he has been Chairman of the Expert Group constituted to evolve enforcement policy for SEBI.

He has been a member of several Expert Groups / Committees constituted from time to time by Government of India / SEBI including, J. J. Irani Committee to advise the Government of India on the new Company Law; and Takeover Panel constituted by SEBI from October 2007 to July 2015.

Mr. Loona has flair for writing and his articles as well as comments on important issues pertaining to securities market and corporate sector keep appearing in financial newspapers from time to time. His interviews on important issues are telecast from time to time by various TV channels like CNBC, ET Now, NDTV Profit, NDTV24x7, Bloomberg and Zee Business.

Mr. Loona has served / is serving as an independent director on the Boards of several companies.

Mr. Rajinder Singh Loona (DIN: 02305074) is not disqualified for continuing as a Non-Executive Independent Director in terms of Section 164 of the Companies Act, 2013 and he has given his consent to continue as Non-Executive Independent Director post attaining the age of 75 years. Hence, the Board of Directors of the Company has approved and recommended to the shareholders, the continuation of Mr. Rajinder Singh Loona (DIN: 02305074) as Non-Executive Independent Director, post attaining the age of 75 years.

In the opinion of the Board, Mr. Rajinder Singh Loona fulfills the conditions specified in the Companies Act, 2013, the Rules made thereunder and Regulation 17(1A) and other applicable regulations under Listing Regulations to continue his directorship as an Independent Director of

the Company post attaining the age of 75 years and he is Independent of the management and possesses appropriate skills, experience and knowledge. The Board considers that his association would be of immense benefit to the Company, and it is desirable to avail the expertise of Mr. Rajinder Singh Loona as an Independent Director.

Hence, in compliance with the provisions of Regulation 17(1A) of Listing Regulations, the Board recommends the Resolution as set out in Item No. 4 of the Notice for approval of the shareholders by way of Special Resolution.

Mr. Rajinder Singh Loona (DIN: 02305074), being the appointee, and his relatives are / may be interested / deemed to be interested in the resolution set out in Item No. 4 of the Notice. None of the other Directors, Managers, Key Managerial Personnel and / or relatives of such directors, managers, Key Managerial Personnel of the Company are interested directly / indirectly, financially or otherwise, in the resolution except directors to the extent of their Directorship and members to the extent of their membership in the Company.

ITEM No. 5:

To seek approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company.

Keeping in view the Company's long term strategic and business objectives, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and / or Financial Institutions and / or any other lending institutions and / or Bodies Corporate and / or such other persons / individuals as may be considered fit.

In order to facilitate securing the borrowing by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item no. 5 for approval by the members of the Company as Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution.

By Order of the Board

For Cupid Limited

SD/-

Saurabh V. Karmase

Company Secretary and Compliance Officer

Place: Mumbai

Date: 29th January, 2026

Annexure A
Details of Directors Seeking Appointment

[In pursuance of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 (SS-2)]

Name of Director	Mr. Rajinder Singh Loona
Date of Birth	21 st September, 1951
Nationality	Indian
Date of Appointment on the Board	20 th October, 2023
Qualifications	Bsc. ; LLB
Expertise in specific functional area	As provided in the respective Explanatory statement
Number of shares held in the Company	Nil
Relationships between Directors inter-se	None
Remuneration details (Including Sitting Fees & Commission)	Sitting Fees and / or Profit Related Commission as may be decided by the Board from time to time.
Number of meetings of the Board attended during the year 2024-2025	6 (Six)
List of the Directorships held in other companies	<ol style="list-style-type: none"> 1. Kesar Terminals & Infrastructure Limited 2. Waaree Energies Limited 3. Easy Home Finance Limited 4. Groww Trustee Limited
Chairman / Member in the Committees of the Boards of other companies in which he is Director*	<ol style="list-style-type: none"> 1. Audit Committee (Member): Kesar Terminals & Infrastructure Limited Easy Home Finance Limited Groww Trustee Limited 2. Stakeholder Relationship Committee (Member and Chairperson): Kesar Terminals & Infrastructure Limited

*Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether Listed or not).

By Order of the Board

For Cupid Limited

SD/-

Saurabh V. Karmase

Company Secretary and Compliance Officer

Place: Mumbai

Date: 29th January, 2026