



Eimco Elecon (India) Limited

CIN: L29199GJ1974PLC002574

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Email Id: investor@eimcoelecon.in | Website: www.eimcoelecon.in

NOTICE OF 2/2025-26 POSTAL BALLOT

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, (**'the Act'**) (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (**'Rules'**) and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (**'MCA'**) for holding general meetings / conducting postal ballot process through e-Voting, vide General Circulars issued by MCA (**'MCA Circulars'**) from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**), Secretarial Standard - 2 on General Meetings (**'SS-2'**) issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, the resolution(s) appended below are proposed to be passed by the Members of the Company, by way of postal ballot only through voting by electronic means (**'remote e-voting'**).

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

In terms of the above-mentioned circulars, the Notice is being sent by email only to the Members whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (**'NSDL'**) and Central Depository Services (India) Limited (**'CDSL'**) as on **Cut-off date i.e. Friday, 21st November, 2025.**

In line with the MCA Circulars, hard copy of the Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and the Members are required to communicate their assent or dissent only through the remote e-voting system.

The Company has engaged the services of MUFG Intime India Private Limited (**'MUFG'**) for the purpose of providing remote e-voting facility to its members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at www.eimcoelecon.in and on the websites of the Stock Exchanges i.e. BSE Limited (**'BSE'**) at www.bseindia.com and National Stock Exchange of India Limited (**'NSE'**) at www.nseindia.com respectively, and on the website of the Company's RTA - MUFG at <https://instavote.linkintime.co.in>.

The remote e-voting period commences on **Friday, 28th November, 2025, at 9:00 a.m. (IST)** and shall end on **Saturday, 27th December, 2025, at 5:00 p.m. (IST)**. The e-voting module shall be disabled by the MUFG for voting thereafter. Members are requested to peruse the proposed resolutions along with explanatory statement and thereafter record their assent or dissent by means of remote e-voting facility provided by the Company not later than 5:00 p.m. (IST) on **Saturday, 27th December, 2025**, failing which it will be considered that no reply has been received from the Members.

Mr. J. J. Gandhi, Proprietor of M/s. J. J. Gandhi & Co., Company Secretary in Practice (FCS 3519 and CP No: 2515) has been appointed as the Scrutinizer to conduct the postal ballot through remote e-voting process in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman or any other person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The result of remote E-voting along with Scrutinizer's report will be published on the website of the Company at www.eimcoelecon.in and on the website of the MUFG at <https://instavote.linkintime.co.in> within 2 (two) working days from the end of remote E-voting and the same will also be simultaneously communicated to BSE and NSE ("hereinafter collectively referred to as the **"Stock Exchanges"**).

Members having any queries, issues or requiring any clarifications on remote e-voting may contact MUFG Intime India Private Limited on number **022 – 49186000** or reach by Email:-enotices@in.mpms.mufg.com.

The Members are hereby requested to consider the following proposed resolution(s) along with explanatory statements concerning each item, as annexed to this Postal Ballot Notice and thereafter record their assent or dissent by means of remote e-voting. The resolution(s), if passed by the requisite majority, shall be deemed to have been passed on **Saturday, 27th December, 2025** i.e. the last date specified for the remote e-voting.

SPECIAL BUSINESS:

Item No. 1: Adoption of new set of Memorandum of Association of the Company as per 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 Section(s) 4, 13, 15 of the Companies Act, 2013 (**'the Act'**) read with the Companies (Incorporation) Rules, 2014 and Schedule I of the Act and other applicable provisions, if any, (including any statutory modification(s) or amendment(s) and re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**), as amended from time to time and subject to such other approvals, permissions and sanctions of Registrar of Companies and other competent authorities and to the extent necessary under the provisions of the Act or under any other law for the time being in force, if any, the consent of the Members of the Company be and is hereby accorded to alter by way of modification, deletion and subsume, as the case maybe, the existing Memorandum of Association (**'MOA'**) of the Company in terms of Schedule I of the Act, as per the following details and adoption thereof:

- (i) The title of the existing Clause III(A) be and is hereby amended from "Main objects to be pursued by the Company on its incorporation are" to "The objects to be pursued by the Company on its incorporation are" with no changes in the existing sub-clauses 1 to 3.
- (ii) Amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company, by the insertion of sub-clauses 4 to 6 after the existing sub-clauses 1 to 3 to the Main Object Clause III(A) of the Memorandum of the Company.
- (iii) The title of the existing Clause III(B) be and is hereby amended from "Objects Incidental or Ancillary to the attainment of Main Objects" to "Matters which are necessary for furtherance of the objects specified in Clause III (A) are".
- (iv) The existing Clause III (B) containing the "Objects Incidental or Ancillary to the attainment of Main Objects" sub-clauses 4 to 39 be and are hereby stands deleted and inserted by New Clause III (B) "Matters which are necessary for furtherance of the Objects specified in Clause III (A) containing the sub-clauses 1 to 33 will be renumbered respectively.
- (v) The existing Clause III (C) containing the "Other Objects" sub clauses 40 to 90 be and are hereby stands deleted permanently.
- (vi) The existing Clause IV i.e. "The Liability of the members is limited" be and is hereby stands deleted and replaced by new Clause IV i.e. "The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them."

RESOLVED FURTHER THAT the words 'Companies Act, 1956' in the existing MOA shall be substituted with the words 'Companies Act, 2013', wherever required and reference to various Sections of the Companies Act, 1956 in the existing MOA, be replaced with the reference to the corresponding Sections of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any other Key Managerial Personnel of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Item No. 2: Alteration of Objects clause in Memorandum of Association 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 Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**), as amended from time to time and subject to such other approvals, permissions and sanctions of Registrar of Companies and other competent authorities and to the extent necessary under the provisions of the Act or under any other law for the time being in force, if any, the consent of the Members of the Company be and is hereby accorded to alter/amend the existing Object Clause III(A) of the Memorandum of Association of the Company by insertion of following new sub-clauses 4 to 6 after existing sub-clauses 1 to 3:

4. To carry on business of designing, engineering, developing, converting, fabricating, processing, repairing, assembling, manufacturing, buying, selling, reselling, importing, exporting, imported machinery and equipment, distributing, hiring, letting, on hire dealing in all kinds of construction machinery, equipment, instruments and appliances, operated by the use of electricity, steam, motive power or mechanical force or otherwise for all chemical, mechanical, electrical, electronic, metallurgical, agricultural, infrastructure, constructional and other engineering industries.
5. To carry on business of designing, engineering, developing, converting, manufacturing, integrating, constructing, importing, exporting, trading, acting as agents / dealers, selling or otherwise disposing of, distributing, installing, commissioning, life support, of all kinds of defence platforms and technologies, embedded software, solutions, systems, arms, sensors, goods, equipment, subsystems, parts and components, consumables thereof, and / or infrastructure in connection therewith including upgradation, refit, retrofitment, refurbishment and renovation thereof and any other hardware or software in connection with above; providing all ancillary and / or related life cycle services in connection therewith, including but not limited to, supervision, operation & maintenance, warranty services; to carry out all activities for or in connection therewith or related thereto;

6. To carry on business of designing, engineering, developing, formulating, processing, refining, manufacturing, importing, exporting, trading, reselling all kinds of pharmaceuticals, drugs, medical or diagnostic equipment.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any other Key Managerial Personnel of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Item No. 3: Re-classification of Tamrock Great Britain Holdings Limited forming part of the “Promoter Group Category” into “Public Category”.

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

“RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), including any modification(s) / amendment(s) / re-enactment(s) thereto, based on the approval of the Board of Directors accorded at its Meeting held on 9th October, 2025 and based on the No-Objection / approval letters dated **14th November, 2025** received from BSE Limited and National Stock Exchange of India Limited (collectively, the **‘Stock Exchanges’**), and/ or such other approval, as may be required, the consent of the Members of the Company be and is hereby accorded to reclassify Tamrock Great Britain Holdings Limited (**‘Tamrock’**) from “Promoter and Promoter Group” category to “Public” category, based on the request received from them (**hereinafter referred to as the ‘Outgoing Promoter’**):

Sr. No.	Name	Category	Shareholding (No. of Equity Shares held)	Shareholding (%)
1	Tamrock Great Britain Holdings Limited	Promoter Group	NIL	NIL

RESOLVED FURTHER THAT Tamrock has confirmed that all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI Listing Regulations have been complied with and also confirmed that post re-classification from “Promoter and Promoter Group” category to “Public” category, shall continue to comply with conditions mentioned under Regulation 31A of SEBI Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any other Key Managerial Personnel of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Place : Vallabh Vidyanagar

Date : 9th October, 2025

Registered Office:

Anand-Sojitra Road,
Vallabh Vidyanagar – 388 120,
Dist. Anand, Gujarat.

**For and on behalf of the Board of Directors of
Eimco Elecon (India) Limited**

**Rikenkumar Dalwadi
Company Secretary and Compliance Officer
Membership No: A51141**

NOTES:

1. The Explanatory Statement pursuant to Section 102 and Section 110 of the Companies Act, 2013 (**'the Act'**) read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**'SS-2'**) setting out the material facts and reasons for the Special Businesses to be transacted is annexed hereto and forms part of this Postal Ballot Notice.
2. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding remote e-Voting shall be sent by electronic mode only to those Members whose names appear in the Register of Members/ list of Beneficial Owners, maintained by the Company/ Depositories as at close of business hours on **Friday, 21st November, 2025 ('Cut-off date')**, and whose email IDs are registered with the Company / Depositories and whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (**'NSDL'**) / Central Depository Services (India) Limited (**'CDSL'**) and Company's RTA, i.e. MUFG Intime India Private Limited (**'MUFG'**) as on Cut-off date.
3. Members cannot exercise their votes through proxy on Postal Ballot. A Member need not cast all the votes in the same way. Members are requested to exercise their voting rights through remote e-voting only. No other means are permitted. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.
4. Members who have not registered their e-mail address are requested to register / update their email address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agents (**'RTA'**) i.e. MUFG as per Note No. 14.
5. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-off Date shall be eligible to cast their votes through postal ballot. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date. It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Company / RTA / Depositories) shall be entitled to vote in relation to aforementioned Resolutions in accordance with the process specified in this Notice.
6. In compliance with provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Act, as amended read together with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (**'SEBI Listing Regulations'**), SS-2 and MCA Circulars, the Company is pleased to offer remote e-voting facility to all the Members of the Company. For this purpose, the Company has engaged MUFG for facilitating e-voting to enable the members to cast their votes through remote e-voting.
7. The Postal Ballot Notice has been uploaded on the website of the Company at i.e. www.eimcoelecon.in and the website of MUFG i.e. <https://instavote.linkintime.co.in> and shall be available on the websites of the Stock exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. Members who have not received the Notice may download the same from the aforesaid websites.
8. The remote e-voting period commences on **Friday, 28th November, 2025 at 9:00 a.m. IST and ends on Saturday, 27th December, 2025 at 5:00 p.m. IST**. The remote e-voting module shall be disabled for voting thereafter by MUFG. During this period, the members of the Company holding shares in physical or electronic form, as on Cut-Off Date may cast their vote by electronic means in the manner and the process mentioned in Note No. 15 of this Notice. Once the vote on a resolution(s) is cast by the member, the members shall not be allowed to change it subsequently.
9. Documents referred to in the Notice/ Explanatory Statement shall be made available for electronic inspection without any fee to the members from the date of circulation of this Notice upto the date of closure of remote e-voting i.e. **Saturday, 27th December, 2025 at 5:00 p.m. IST**. Members who wish to inspect such documents are requested to send an email to investor@eimcoelecon.in 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. The Board of Directors (**'Board'**) of the Company at its meeting held on **Thursday, 9th October, 2025** has appointed Mr. J. J. Gandhi, Company Secretary in Practice (FCS 3519 and CP No: 2515), to act as a Scrutinizer for conducting the Postal ballot through remote e-voting process in a fair and transparent manner, who has communicated his willingness to be appointed and will be available for the said purpose.
11. The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorized by him within 2 working days from the end of the remote e-voting period. The Scrutinizer's decision on the validity of the Votes cast shall be final. The result of the Postal Ballot will be announced by the Chairman of the Company, or any other person authorised by him not later than 2 working days from the conclusion of remote e-voting.
12. The result of Postal Ballot along with the Scrutinizer's Report will also be placed on the Company's Website at www.eimcoelecon.in and on the MUFG's website at <https://instavote.linkintime.co.in> and shall be communicated to the stock exchanges where the Company's shares are listed.
13. Resolutions passed by the members through Postal Ballot are deemed to have been passed as if the same have been passed at general meeting of the members convened in that behalf. The resolutions, if approved by the requisite majority by means of Postal Ballot, shall be deemed to have been passed on the last date of remote e-voting i.e. **Saturday, 27th December, 2025**.
14. Procedure for registering the e-mail addresses for obtaining the Notice of Postal ballot and remote e-voting instructions by the Members whose e-mail addresses are not registered with the DPs (in case of Members holding shares in demat form) or with MUFG (in case of Members holding shares in physical form)

Those persons who are Members of the Company as on Cut-off date i.e. **Friday, 21st November, 2025** and who have not yet registered their e-mail addresses are requested to get their e-mail addresses registered by following the procedure given below:

- a. In case shares are held in physical mode please provide folio no., name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar card) by e-mail to instameet@in.mpms.mufg.com.
- b. In case shares are held in demat mode, please provide DP ID & Client ID (16-digit DP ID & Client ID or 16-digit beneficiary ID), name, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar card) to instameet@in.mpms.mufg.com. If you are an individual member holding securities in demat mode, you are requested to refer to the login method explained above i.e., login method for e-voting for individual Member/shareholder holding securities in demat mode.
- c. Alternatively, members may send a request to enotices@in.mpms.mufg.com for procuring User ID and Password for e-voting by providing above mentioned documents.

15. The instructions and other information relating to remote e-voting are as under:

In terms of SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, in relation to e-Voting facility to be provided by listed entities, the Members are provided with the facility to cast their vote electronically, through the e- voting services provided by MUFG, on the resolutions set forth in this Notice. The instructions for e-voting are given herein below:

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/ physical mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "LINKINTIME" 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.

OR

User who have not registered for NSDL 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) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services.
- e) Click on "Access to e-Voting" under e-Voting services. e) Click on "LINKINTIME" 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/Member can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience

 App Store

 Google Play



METHOD 2 - By directly visiting the e-voting website of NSDL:

- 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 sixteen-digit demat account number 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 can see "Access to e-voting" under e-Voting services.
- e) Click on "LINKINTIME" 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.

2. Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – If registered with CDSL Easi/Easiest facility

Users who have registered for CDSL Easi/Easiest facility.

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on “LINKINTIME” 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.

OR

Users who have not registered for CDSL Easi/Easiest facility.

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/>.
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter 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) After successful authentication, click on “LINKINTIME” 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.

3. 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, members shall navigate through “e-voting” tab under Stocks 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) After successful authentication, click on “LINKINTIME” 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.

4. Login method for Individual shareholders holding securities in physical form/Non-Individual Shareholders holding securities in demat mode is given below:

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

1. Visit URL: <https://instavote.linkintime.co.in>.

Shareholders who have not registered for INSTAVOTE facility

2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:-

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. 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.

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

D. 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 'D' above

*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

- ▶ 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).
- ▶ Enter Image Verification (CAPTCHA) Code.
- ▶ Click "Submit" (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

Click on "Login" under 'SHARE HOLDER' tab.

- A. User ID: Enter your User ID
- B. Password: Enter your Password
- C. Enter Image Verification (CAPTCHA) Code
- D. Click "Submit"

Cast your vote electronically:

- 1. After successful login, you will be able to see the notification for e-voting.
- 2. Select '**View**' icon.
- 3. E-voting page will appear.
- 4. 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).
- 5. After selecting the desired option i.e. Favour / Against, click on '**Submit**'.
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.

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

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>.
- b) Click on "Sign up" under "Corporate Body/ Custodian/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.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be 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:
 - a. 'Investor ID' -
 - i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - b. 'Investor's Name' - Enter Investor's Name as updated with DP.
 - c. 'Investor PAN' - Enter your 10-digit PAN.
 - d. 'Power of Attorney' - Attach Board resolution or Power of Attorney.

*File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.

- e. 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 – Voting through remote e-voting.

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 **'Event No.'** for which you want to cast vote. Event No. will be available on the home page of Instavote under "On-going Events".
- d) Enter **'16-digit Demat Account No.'** for which you want to cast vote.
- 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).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.

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).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the "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 excel 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:

Helpdesk for Individual shareholders holding securities in physical form/ 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 or contact on: - Tel: 022 - 4918 6000.

Helpdesk for 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 a request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

Shareholder 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>.

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

In case shareholders have 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 the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) 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.*

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

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>.

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

- 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".

Team InstaVote

MUFG Intime India Private Limited

**For and on behalf of the Board of Directors of
Eimco Elecon (India) Limited**

**Rikenkumar Dalwadi
Company Secretary and Compliance Officer
Membership No: A51141**

Place : Vallabh Vidyanagar

Date : 9th October, 2025

Registered Office:

Anand-Sojitra Road,
Vallabh Vidyanagar – 388 120,
Gujarat.

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

Item No. 1 & 2:

The existing Memorandum of Association (**'MOA'**) of the Company is based on the erstwhile Companies Act, 1956. The alteration of MOA is necessary to bring the existing MOA in line with the Companies Act, 2013 (**'the Act'**).

The object clause and the liability clause of the existing MOA i.e., Clause III and Clause IV respectively, needs to be re-aligned as per Table A of Schedule I of the Act. Further, some editorial changes, insertions and alteration were also carried out in the MOA, to reflect the updated position under the Act in a lucid and coherent manner, which shall enable the Company to carry on its main objects in an efficient manner, in accordance with the Act.

The Board of Directors proposes to amend the Objects Clause of the MOA by way of insertion of new clauses 4 to 6 to the main Objects Clause (III)(A) of the MOA, to expand the business activity of the Company by undertaking the business which may be beneficial for the furtherance of the operations of the Company in line with the evolving business model, diversification strategy, and future expansion plans of the Company.

The Board of Directors of the Company at its meeting held on 9th October, 2025 have approved the adoption and alteration of MOA as per the Companies Act, 2013 and recommended the same to the Members for approval as detailed in the Resolution set out at Item No. 1 & 2 of the accompanying Notice.

As per the provisions of Section 13 and other applicable provisions, if any, of the Act read with the Companies (Incorporation) Rules, 2014, approval of the Members of the Company by way of a Special Resolution is required for adoption and alteration of new set of MOA. Accordingly, approval of the Members of the Company is hereby sought by way of Special Resolution(s) as set out in Item No. 1 & 2 of the accompanying Notice.

Draft copy of the revised MOA of the Company (with proposed changes) is available on website of the Company for inspection by the Members upto the last date of remote e-voting.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested either financially or otherwise in the proposed resolutions at Item No. 1 & 2 of the accompanying Notice except to the extent of their respective shareholding in the Company and for holding the office of Director & Key Managerial Personnel respectively therein.

Item No. 3:

Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**) provides a mechanism for reclassification of shareholders from "Promoter and Promoter Group" category to "Public" category. In terms of the said Regulation, the Company received request letter dated October 1, 2025 from Tamrock Great Britain Holdings Limited (**'Tamrock'**) forming part of the members of the Promoter and Promoter Group of the Company, informing their intention of reclassification from "Promoter and Promoter Group" category to "Public" category subject to the approval of the Board, no objection/ approval of BSE Limited and National Stock Exchange of India Limited (**collectively, the 'Stock Exchanges'**) and approval of the Shareholders of the Company, as per the applicable legal provisions.

Tamrock has sold 14,23,875 Equity Shares of Rs. 10/- each of the Company in aggregate representing 24.68% of the total paid-up equity share capital of the Company on 24th September, 2025 and 25th September, 2025, through Offer for Sale (OFS) by the stock exchange mechanism. Pursuant to such sale, Tamrock does not hold any equity shares of the Company and has ceased to be a shareholder of the Company.

Accordingly, as per Regulation 31A of the SEBI Listing Regulations, the Board of Directors of the Company, at its Meeting held on 9th October, 2025, had considered request of the following for reclassification:

Sr. No.	Name	Category	Shareholding (No. of Equity Shares held)	Shareholding (%)
1	Tamrock Great Britain Holdings Limited	Promoter Group	NIL	NIL

On the basis of the request received by the Company and pursuant to the provisions of Regulation 31A(3)(b) of the SEBI Listing Regulations, Tamrock seeking reclassification have confirmed that they :

- do not hold more than ten percent of the total voting rights in the Company;
- do not exercise control over the affairs of the Company directly or indirectly;
- do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- are not being represented on the board of directors (including not having a Nominee Director) of the Company;
- do not act as key managerial personnel in the Company;
- are not a 'wilful defaulter' as per the Reserve Bank of India guidelines;
- are not a fugitive economic offender.

Tamrock has confirmed that there is no pending regulatory action against them. Tamrock has also confirmed that they:

- (a) At all times from the date of re-classification, continue to comply with the conditions specified in sub-clause (i), (ii) and (iii) of clause (b) of Regulation 31A (3) of SEBI Listing Regulations; and
- (b) Comply with the conditions mentioned in sub-clauses (iv) and (v) of clause (b) of regulation 31A (3) of SEBI Listing Regulations, for a period of not less than 3 (three) years from the date of reclassification and thereafter.

Further, Tamrock have provided an undertaking that they are compliant with the conditions set out in Regulation 31A(3)(b) of the SEBI Listing Regulations and that they would continue to comply with the conditions mentioned in Regulation 31A of the SEBI Listing Regulations, post reclassification from "Promoter and Promoter Group" category to "Public" category.

The members are further informed that the Company:

- (i) Is compliant with the requirement of minimum public shareholding as required under Regulation 38 of the SEBI Listing Regulations;
- (ii) Equity shares were not suspended by the stock exchanges from trading;
- (iii) Does not have any outstanding dues to the Securities and Exchange Board of India, the Stock Exchanges or to the Depositories.

Further, Tamrock is not related to the existing Promoter or Members of the Promoter Group as per Section 2(77) of the Companies Act, 2013 and as per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Based on the approval accorded by the Board and in accordance with Regulation 31A (3) of the SEBI Listing Regulations, an application seeking no objection / approval of the Stock Exchanges was filed by the Company on 13th October, 2025. Accordingly, the Stock Exchanges, vide their letters dated **14th November, 2025**, had provided their no objection / approval for reclassification of Tamrock from the "Promoter/Promoter Group" category to the "Public" category.

As per Regulation 31A(3) of the SEBI Listing Regulations, post receipt of no objection/ approval letters of the Stock Exchanges, the Company is required to obtain approval of the shareholders for reclassification of persons belonging to "Promoter/Promoter Group" category to the "Public" category within a period of sixty days from the date of receipt of no-objection / approval letters from the Stock Exchanges.

Accordingly, the aforesaid proposal for reclassification of Tamrock from "Promoter/Promoter Group" category to the "Public" category is being placed before the members of the Company by way of an Ordinary Resolution as set out at Item no. 3 of this Notice, for approval by the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested either financially or otherwise in the proposed resolutions at Item No. 3 of the accompanying Notice except to the extent of their respective shareholding in the Company and for holding the office of Director & Key Managerial Personnel respectively therein.

Place : Vallabh Vidyanagar

Date : 9th October, 2025

Registered Office:

Anand-Sojitra Road,
Vallabh Vidyanagar – 388 120,
Dist. Anand, Gujarat.

**For and on behalf of the Board of Directors of
Eimco Elecon (India) Limited**

**Rikenkumar Dalwadi
Company Secretary and Compliance Officer
Membership No: A51141**