

Notice

NOTICE IS HEREBY GIVEN THAT THE 22ND ANNUAL GENERAL MEETING OF THE MEMBERS OF EMA PARTNERS INDIA LIMITED ("THE COMPANY") WILL BE HELD ON FRIDAY, SEPTEMBER 26TH, 2025, AT 04:00 P.M. (I.S.T.) THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS ("VC/OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

- 1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025, TOGETHER WITH THE BOARD'S REPORT, ANNEXURES AND AUDITORS' REPORT THEREON:**

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

"RESOLVED THAT the audited Standalone and Consolidated financial statements of the Company for the financial year ended March 31, 2025, together with Notes, Schedules, Board's Report, Annexures, the Report of Statutory Auditors thereon placed before this meeting be and are hereby received, considered and adopted."

- 2. TO APPOINT KRISHNAN SUDARSHAN (DIN: 01029826), CHAIRMAN & MANAGING DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Krishnan Sudarshan (DIN: 01029826) who retires by rotation at the ensuing 22nd Annual General Meeting and being eligible, had offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS:

- 3. TO REGULARIZE THE APPOINTMENT OF ANAND BALASUNDARAM (DIN: 02792009) AS AN NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A TERM OF 5 (FIVE) CONSECUTIVE 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 and 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013, ("the Act") Companies (Appointment and Qualification of Directors) Rules,

2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereon for the time being in force) and the Articles of Association of the Company and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the appointment of Anand Balasundaram (DIN: 02792009), who was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors on the recommendation of Nomination & Remuneration Committee who holds the said office upto the date of ensuing 22nd Annual General Meeting, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the period of 5 (five) Consecutive years with effect from April 11, 2025 to April 10, 2030.

RESOLVED FURTHER THAT any of the Executive Directors of the Company or the Key Managerial Personnel of the Company, as may be appointed from time to time, be and are hereby severally authorized to do all such acts and deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matter connected therewith or incidental thereto.

RESOLVED FURTHER THAT any of the Executive Directors of the Company or the Key Managerial Personnel of the Company, appointed from time to time, be and are hereby authorised to provide a certified true copy of the resolutions passed by Board to such concerned person(s) or authorities, as may be necessary.

**For and On Behalf of the Board of Directors
EMA Partners India Limited**

(Formerly known as EMA Partners India Private Limited)

Sd/-

Smita Singh

Company Secretary & Compliance Officer

Date: August 13, 2025

Place: Mumbai

Registered Office:

204, Summit Business Bay,
Western Express Highway,
Vile Parle (East), Mumbai – 400057.

CIN: L74140MH2003PLC142116

Website: www.emapartners.in

E-mail: compliance@emapartners.in

Notice

NOTES

1. The Ministry of Corporate Affairs ("MCA") vide General Circular Nos. 20/2020 dated 5th May 2020, General Circular No. 02/2021 dated 13th January 2021, General Circular No. 19/2021 dated 08th December 2021, General Circular No. 21/2021 dated 14th December 2021, General Circular No. 02/2022 dated 05th May 2022, General Circular 10/2022 dated 28th December 2022 and General Circular No. 09/2023 dated 25th September 2023 and General Circular no 09/2024 dated 19th September 2024 and other circulars as may be applicable and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), have permitted companies to conduct Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2025 without the physical presence of the Members at a common venue.

In accordance with the above stated circulars and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company has decided to conduct its 22nd AGM through VC/ OAVM. The Company has availed the services of National Securities Depository Limited (NSDL) for conducting AGM through VC/OAVM for enabling participation of Members, remote e-voting and e-voting during the AGM.

2. The AGM shall be deemed to be held at the registered office of the Company at 204, The Summit Business Bay, Western Express Highway, Mumbai City, Vile Parle East, Maharashtra, India, 400057.
3. As the AGM shall be conducted through VC / OAVM and physical attendance of Members has been dispensed with, the facility for appointment of Proxy by Members is not available for this AGM. Accordingly, the proxy form and attendance slip including route map have not been annexed with this notice.
4. In the case of joint holders participating at the AGM together, only such joint holders who are higher in the order of names will be entitled to vote.
5. Relevant documents referred to in this Notice shall be made available for inspection in accordance with the applicable statutory requirements based on requests received by the Company at s.smita@emapartners.in.
6. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business

to be transacted at the AGM and the details of Director seeking appointment / re-appointment at this Annual General Meeting as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standards-2 is **annexed** hereto.

7. M/s. Big Share Services Private Limited having its office at office no S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India, is the Registrar and Transfer Agent for shares held in physical form and in electronic/demat form. The Register of Members is maintained at the Office of the Registrar and Share Transfer Agents.
8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act and any other documents referred to in the accompanying Notice and Explanatory Statements, shall be made available for inspection in accordance with the applicable statutory requirements based on the requests received by the Company at s.smita@emapartners.in.
9. Members who hold shares in dematerialized form are requested to direct any change of address/bank mandate to their respective Depository Participant.
10. Institutional / Corporate Members (i.e., other than individuals/HUF/NRI etc.) are required to send scanned copy of Board Resolution authorizing their representative to attend the AGM through VC / OAVM on its behalf and to vote through remote E-Voting to the Company's Registrar & Transfer Agent ("RTA"), Bigshare Services Private Limited at the email address: investor@bigshareonline.com.
11. You can also mail your queries or questions to s.smita@emapartners.in.
12. **Electronic Dispatch of Annual Report and Process for Registration of e-mail Id for obtaining the Annual Report:**

Pursuant to Sections 101 and 136 of the Act read with the relevant Rules made thereunder and Regulation 36 of the SEBI Listing Regulations and owing to the difficulties involved in dispatching physical copies of Annual Report 2024-25, companies can send Annual Reports and other communications through electronic mode. The Annual Report including the notice of 22nd Annual General Meeting are being sent to those Members who have registered their e-mail addresses either with the Company or with the Depository Participant(s). A letter providing the

Notice

web-link for accessing the Annual report, including the exact path, will be sent to those members who have not registered their email address with the Company.

We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email by registering their email id with their respective Depository Participants (DP). Members who have not registered their e-mail address with the Company or their Depository Participant are requested to register their e-mail address to receive the Annual Report 2024-25 in electronic form, the following manner:

For shares held in Physical form	All the shares of the Company are in dematerialized form only.
For shares held in Dematerialized form	The Members holding shares in electronic mode are also requested to register/update their email address, PAN and Bank Account details with the Depository Participant where their respective dematerialized accounts are maintained.

Members may note that the Notice of the Meeting and the Annual Report 2024-25 is available on the Company's website www.emapartners.in and the website of the Stock exchange i.e. NSE at www.nseindia.com.

13. The members whose name appears in the Register of Members / list of Beneficial Owners as on Friday, September 19, 2025, i.e., being the cut-off date, are entitled to vote on Resolutions set forth in the Notice. Members may cast their votes on electronic system from any place other than the venue of the meeting (remote-e-voting) and e-voting at the venue. The remote e-voting period will commence on Tuesday, September 23, 2025 at 9:00 A.M. (IST) and will end on Thursday, September 25, 2025 at 5:00 P.M. (IST).
14. Makarand M. Joshi & Co., Practicing Company Secretaries, are appointed as a Scrutinizer to scrutinize the e-voting and remote e-voting process, in a fair and transparent manner.
15. The Scrutinizer shall after the conclusion of e-voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within two working days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall

countersign the same and declare the result of the voting forthwith.

16. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.emapartners.in and on the website of the Agency the Big Share Services Private Limited (Registrar & Share Transfer Agents). The Company shall simultaneously forward the results to the Stock Exchanges where the Company's shares are listed.
17. To support the 'Green Initiative', the members who have not registered their email addresses are requested to register the same with RTA/ Depositories.

Important Communication to Members:

1. Electronic copy of the Notice of the 22nd Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting are being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested a hard copy of the same. Members holding shares in demat mode, who have not registered their email addresses, are requested to register their email addresses with their respective DP.
2. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant(s) in the securities market. Members holding shares in electronic forms are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical forms shall submit their PAN details to the RTA or the Company.
3. Voting rights will be reckoned on the paid-up value of equity shares registered in the name(s) of the members as on the Cut-off Date. Only those members whose names are recorded in the Register of Members of the Company or in the list of Beneficial Owners received from the Depositories as on the Cut-off Date will be entitled to cast their vote by remote e-voting and e-voting at venue. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.
4. Remote e-voting will commence on **Tuesday, September 23, 2025, (09:00 A.M. IST)** India Standard Time (IST) and end on **Thursday, September 25, 2025 (05:00 P.M. IST)**.
5. **Voting by electronic means:**
 - I. Pursuant to the Circulars issued by the Ministry of Corporate Affairs, the facility to appoint a proxy to attend and cast vote for the members is not available for this AGM. However, the Body

Notice

Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

- II. The Members can join the AGM 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 AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restrictions on account of first come first served basis.
- III. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- IV. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- V. In line with the Circulars by Ministry of Corporate Affairs (MCA), the Notice calling the AGM has been uploaded on the website of the Company at www.emapartners.in. The Notice can also be accessed from the websites of the

Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com.

6. **Procedure to raise questions / seek clarifications with respect to Agenda of AGM:**

- I. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, Demat account number / folio number, email id, mobile number to s.smita@emapartners.in. Questions / queries received by the Company till 5:00 P.M. IST on Friday, September 19, 2025 shall only be considered and responded during the AGM.
- II. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending an email to s.smita@emapartners.in any time before 5:00 p.m. IST on Friday, September 19, 2025 mentioning their name, Demat account number/ folio number, email id, mobile number. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- III. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM, depending on availability of time.

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

The remote e-voting period begins on Tuesday, September 23, 2025 at 9:00 A.M. (IST) and ends on Thursday, September 25, 2025 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e., Friday, September 19, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 19, 2025.

Notice

How do I vote electronically using NSDL e-voting system?

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

Step 1: Access to NSDL e-voting system

A) Login method for e-voting for Individual shareholders holding equity shares in demat mode

Pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP), thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

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

Type of shareholders	Login Method
Individual Shareholders holding equity shares in demat mode with NSDL	Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section. This will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under value added services. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period. If you are 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. - 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 held with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository website wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. - Shareholders/ Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding equity shares in demat mode with CDSL	- Users who have opted for CDSL Easi/ Easiest facility, can login through their existing User ID and Password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi/ Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. - After successful login, the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there are also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers' website directly. - If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile number and e-mail ID as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.

Notice

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

Helpdesk for Individual Shareholders holding equity shares in demat mode for any technical issues related to login through Depositories i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding equity shares 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 and 022 - 2499 7000
Individual Shareholders holding equity shares 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

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

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

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

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?

Notice

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The remote e-voting period commences on **Tuesday, September 23, 2025, (09:00 A.M. IST)** Indian Standard Time (IST) and ends on **Thursday, September 25, 2025 (05:00 P.M. IST)**. During this period, members of the Company, holding equity shares either in physical mode or in demat mode, as on the Cut-off Date i.e. **Friday, September 19, 2025 ('Cut-off Date')**, may cast their vote electronically by way of remote e-voting only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on the Resolution is cast by the member, the member shall not be allowed to change it subsequently.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinisers@mmjc.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.

Notice

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Apeksha Gojamgunde at evoting@nsdl.com

Process for those shareholders whose e-mail ID is not registered with the depositories for procuring user id and password and registration of e-mail ID for e-voting for the Resolution(s) set-out in this notice:

1. In case equity shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by e-mail to s.smita@emapartners.in.
2. In case equity shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name of shareholder, 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 s.smita@emapartners.in. If you are an Individual shareholder holding equity shares in demat mode, you are requested to refer to the login method explained at **Step 1(A) i.e. Login method for e-voting for Individual shareholders holding equity shares in demat mode.**
3. Alternatively, shareholders/ members may send a request to evoting@nsdl.co.in for procuring User ID and Password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote in the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at s.smita@emapartners.in on or before Friday, September 19, 2025. The same will be replied by the Company suitably.

Notice

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

The Board of Directors, on the recommendation of Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') read with the Articles of Association of the Company, had appointed Anand Balasundaram (DIN: 02792009), as an Additional Non-Executive Director in the category of Independent Director, with effect from April 11, 2025 pursuant to provisions Section 149, 150, 152 of the Companies Act, 2013.

Further, Anand Balasundaram is eligible to be appointed as an Independent Director for a term upto (5) five consecutive years from April 11, 2025, to April 10, 2030.

In the opinion of the Board, Anand Balasundaram meets the criteria for independence as prescribed under Section 149(6) and Schedule IV of the Companies Act, 2013, as well as the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

He is not disqualified from being appointed as a Director pursuant to Section 164 of the Act and has submitted his consent to act as a Director in Form DIR-2, in accordance with Section 152(5) of the Act and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014. He has also provided the requisite declaration confirming his independence as per Section 149(6) of the Act. The draft terms and conditions of appointment of Independent Director shall be open for inspection by members at the Registered Office of the Company between 11:00 a.m. to 01:00 p.m on all working days (Monday to Friday) up to Friday, September 26, 2025.

The Company has also received notice under Section 160 of the Act from a Member proposing the candidature

of Anand Balasundaram for the office of a Director of the Company.

In terms of the Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019 read with the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019, he has enrolled his name in the online databank of Independent Directors maintained by the Government.

A brief profile of Anand Balasundaram and Krishnan Sudarshan and other relevant details as required by the Act read with Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India are provided as '**Annexure -A**' to this notice.

The Board, based on the recommendation of the Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Anand Balasundaram as an Independent Director would be beneficial to the Company, and it is desirable to avail his services as an Independent Director of the Company.

Accordingly, the Board recommends the Special Resolution as set out at item no. 3 of the Notice for appointment of Anand Balasundaram as a Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from April 11, 2025 to April 10, 2030, for approval of the members of the Company.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except Anand Balasundaram to the extent of his directorship.

Notice

Annexure-A

Name of the Director	Anand Balasundaram	Krishnan Sudarshan
Director Identification Number	02792009	01029826
Category	Independent Director	Managing Director
Date of Birth	March 12, 1964	May 07, 1970
Age	61 years	55 years
Nationality	Indian	Indian
Date of First Appointment on the Board	April 11, 2025	September 09, 2003
Relationship with Directors other Directors, Manager and other Key Managerial Personnel of the Company	NA	NA
Qualification	B. Com and ACA	Engineering graduate from National Institute of Technology, Kurukshetra and has completed the Owner / President Management Program (OPM) at the Harvard Business School.
Experience (including expertise in specific functional area) / Brief Resume	He has over 35 years of diverse corporate experience across various sectors and functions. He held leadership positions as CEO in the energy and hydrocarbon industry including Nayara Energy and TCG. Prior to this, he held CXO positions in corporate sector as CFO for Trafigura India (global oil and commodity trading co) and Future Group. He led the corporate finance, strategy and treasury roles at Vedanta and Motorola. His formative professional years were spent in investment banking with Credit Lyonnais, HSBC, ILFS and Citibank. He has previously held board positions in several companies he worked for and also independent board positions in Reliance Retail group of companies and Just Dial, as Chairman of the Board for well over a decade.	He leads EMA Partners across India, Singapore & the Middle East and is part of the global firm's executive board responsible for the Marketing & Communications portfolio. Operating from Mumbai & Singapore, he has over 20 years of experience in Executive search and has led successful engagements for both Indian and multinational corporations across industry sectors and functional disciplines. He also leads the Board and CEO practice for the firm in India. He is widely networked and recognized as an industry thought leader in India. He has also written several articles in leading business media across a variety of issues encompassing general management, human resource, and academics.
Number of Board Meetings attended by the Director during the year 2024-25	NA	11 out of 11
Terms and Conditions of Appointment/Re-appointment along with remuneration	As per Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Appointment Letter of the Company.	In terms of Section 152 of the Companies Act, 2013, Krishnan Sudarshan, who is liable to retire by rotation, is re-appointed as Director of the Company.
Remuneration last drawn	NIL	₹ 1.20 Crore p.a.
Remuneration proposed to be paid	NIL	As per existing approved terms of appointment.
List of Directorships held in other Companies as on March 31, 2025.	Jennifer Anand Designs Private Limited	- V-Retail Limited - Selectema Consulting India Private Limited - Cnergyis Infotech India Private Limited - Reliance Consumer Products Limited - Purple Panda Fashions Limited - Shopsense Retail Technologies Limited - Reliance Brands Limited - Lotus Chocolate Company Limited - Metro Cash and Carry India Limited - EMA Partners Singapore Pte Limited - EMA Partners Executive Search Limited (Dubai) - James Douglas Professional Search Limited (Dubai) - Just Dial Limited

Notice

Membership/Chairmanship of Committees across other Companies	NIL	Reliance Brands Limited • Audit Committee - Member • Nomination and Remuneration Committee - Member Purple Panda Fashions Limited • Audit Committee - Member • Nomination and Remuneration Committee - Member V - Retail Limited • Audit Committee - Member • Nomination and Remuneration Committee - Chairman • Corporate Social Responsibility Committee - Member Metro Cash & Carry India Limited • Audit Committee - Member • Nomination and Remuneration Committee - Member • Corporate Social Responsibility Committee - Member Lotus Chocolate Company Limited • Audit Committee - Member • Nomination and Remuneration Committee - Chairman • Corporate Social Responsibility Committee - Member • Risk Management Committee - Member Shopsense Retail Technologies Limited • Audit Committee - Member • Nomination and Remuneration Committee - Member Just Dial Limited • Audit Committee - Member • Nomination and Remuneration Committee - Member • Corporate Social Responsibility Committee - Chairman • Risk Management Committee - Member
Names of listed entities from which the director has resigned in the past three years	Just Dial Limited	NIL
Skills and capabilities required for the role and manner in which the director meets such requirements	As per his brief resume mentioned above.	NA
Justification for choosing the appointee for appointment as Independent Director	Considering his expertise and experience as mentioned above.	NA
Number of shares held in the Company as on the date of appointment / re-appointment including shareholding as a beneficial owner.	NIL	1,24,75,901 Shares

For and On Behalf of the Board of Directors
EMA Partners India Limited
(Formerly known as EMA Partners India Private Limited)

Sd/-
Smita Singh
Company Secretary & Compliance Officer

Date: August 13, 2025

Place: Mumbai

Registered Office:

204, Summit Business Bay,
Western Express Highway,
Vile Parle (East), Mumbai – 400057.
CIN: L74140MH2003PLC142116
Website: www.emapartners.in
E-mail: compliance@emapartners.in