

HEUBACH COLORANTS INDIA LIMITED
CIN: L24110MH1956PLC010806
Registered Office: Rupa Renaissance, B Wing, 25th Floor, D-33, MIDC Road,
TTC Industrial Area, Juinagar, Navi Mumbai 400705 India.
Tel.: 022 20874406
Website: www.heubach.com
E-mail: investor.relations_india@heubach.com

NOTICE OF POSTAL BALLOT TO THE EQUITY SHAREHOLDERS

Dear Member(s),

NOTICE is hereby given, pursuant to the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, as amended from time to time ("**the Act**"), read together with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time ("**the Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), along with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, and 09/24 dated September 19, 2024, issued by the Ministry of Corporate Affairs, Government of India ("**the MCA Circulars**"), SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (**together "SEBI Circulars"**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**"), and any other applicable laws, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the Special Business as set out hereunder by way of Postal Ballot only through remote e-voting:

1. Appointment of Mr. Rajesh Rathi, as Non- Executive Director
2. Appointment of Mr. Amitabha Mukhopadhyay, as Independent Director
3. Appointment of Mr. Naresh Raisinghani, as Independent Director
4. Appointment of Mrs. Anu Wakhlu, as Independent Director
5. Appointment of Mr. Mandar Velankar, as Non- Executive Director

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to remote e-voting. Accordingly, the Company is pleased to offer a remote e-voting facility to all its members to cast their votes electronically and has engaged the services of MUFG Intime India Pvt Ltd. (Formerly known Link Intime India Pvt. Ltd.) for facilitating the remote e-voting process.

The Postal Ballot Notice and instructions for remote e-voting are being sent only through electronic mode to those members whose email address is registered with the Company / Depository Participant ("DP") as on **Friday May 30, 2025 ("Cut-off date")**. If your email address is not registered with the Company/ RTA / Depository Participant(s), please follow the process provided in the notes to this Notice. Further, in compliance with the requirements of Circulars, physical copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Shareholders for this Postal Ballot.

The Board has appointed Bhadresh Shah & Associates, (COP 15957, ACS 23847) Practicing Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the Postal Ballot / e-voting process in a fair and transparent manner.

An explanatory statement pursuant to Section 102 of the Companies Act pertaining to the resolution setting out all material facts and the reasons thereof is annexed hereto.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on April 14, 2025, recommended the appointment of Mr. Rajesh Rathi as a Non-Executive Director, and Mr. Amitabha Mukhopadhyay, Mr. Naresh Raisinghani, and Mrs. Anu Wakhlu as Independent Directors, all effective from April 14, 2025. Further, by way of a circular resolution passed on May 2, 2025, the Board recommended the appointment of Mr. Mandar Velankar

as a Non-Executive Director, effective from May 2, 2025, subject to the approval of the members of the Company through Postal Ballot and any other necessary approvals from relevant authorities, as may be required.

The Notice will also be placed on the website of the Company at www.heubach.com. The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively.

SPECIAL BUSINESS:

Item No. 1: Appointment of Mr. Rajesh Rathi (DIN: 00018628) as Non- Executive Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, and 160 of the Companies Act, 2013 (“the Act”), the rules framed thereunder, Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and the Articles of Association of the Company, Mr. Rajesh Rathi (DIN: 00018628), who was appointed as an Additional Director in the capacity of Non-Executive Director with effect from April 14, 2025, by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, and whose candidature has been proposed by a notice received under Section 160 of the Act, be and is hereby appointed as a Non-Executive Director liable to retire by rotation, effective from April 14, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Rajesh Rathi be paid such fees and remuneration and profit related commission as the Board may approve from time to time subject to such limits prescribed or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution. ”

Item No. 2: Appointment of Mr. Amitabha Mukhopadhyay (DIN: 01806781) as Independent Director 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 149, 150, 152, 161, and Schedule IV of the Companies Act, 2013 (“the Act”), the Rules framed thereunder, Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) (as amended), and the Articles of Association of the Company, Mr. Amitabha Mukhopadhyay (DIN: 01806781), who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 14, 2025, by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, whose office is not liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for the first term of five (5) consecutive years, effective from April 14, 2025, till April 13, 2030.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Amitabha Mukhopadhyay be paid such fees and remuneration and profit related commission as the Board may approve from time to time subject to such limits prescribed or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 3: Appointment of Mr. Naresh Raisinghani (DIN: 00568298) as Independent Director 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 149, 150, 152, 161, Schedule IV, and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the LODR Regulations”) (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, Mr. Naresh Raisinghani (DIN: 00568298), who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 14, 2025, by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, whose office is not liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for the first term of five (5) consecutive years, effective from April 14, 2025, till April 13, 2030.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Naresh Raisinghani be paid such fees and remuneration and profit related commission as the Board may approve from time to time subject to such limits prescribed or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No. 4: Appointment of Mrs. Anu Wakhlu (DIN:00122052) as Independent Director 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 149, 150, 152, 161, Schedule IV, and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the LODR Regulations”) (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, Mrs. Anu Wakhlu (DIN: 00122052), who was appointed as an Additional Director in the capacity of an Independent Director with effect from April 14, 2025, by the Board on the recommendation of the Nomination and Remuneration Committee, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, whose office is not liable to retire by rotation and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for the first term of five (5) consecutive years, effective from April 14, 2025, till April 13, 2030.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mrs. Anu Wakhlu be paid such fees and remuneration and profit related commission as the Board may approve from time to time subject to such limits prescribed or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution. ”

Item No. 5: Appointment of Mr. Mandar Velankar (DIN: 11069055) as Non-Executive Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and 160 of the Companies Act, 2013 (hereinafter referred to as “the Act”), read with the Rules framed thereunder, the Articles of Association of the Company, and Regulation 17(1C) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), Mr. Mandar Velankar (DIN: 11069055), who was appointed as an Additional Director in the capacity of Non-Executive Director with effect from May 2, 2025, by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, in respect of whom

the Company has received a notice under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation, effective from May 2, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 197 and other applicable provisions of the Companies Act, 2013, and Rules made thereunder, Mr. Mandar Velankar be paid such fees and remuneration and profit related commission as the Board may approve from time to time subject to such limits prescribed or as may be prescribed from time to time under the Act, in accordance with the Nomination and Remuneration policy of the company and as approved by the Shareholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers to any committee of directors with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company, to do all acts, deeds, and things, and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

Registered office:

HEUBACH COLORANTS INDIA LIMITED

Rupa Renaissance, B Wing, 25th Floor, D-33, MIDC Road,

TTC Industrial Area, Juinagar, Navi Mumbai 400705

CIN: L24110MH1956PLC010806

By order of the Board

For **Heubach Colorants India Limited**

Sd/-

Ashwini Natekar

Company Secretary

ACS 65744

Date: June 3, 2025

Place: Navi-Mumbai

NOTES:

1. **Explanatory statement pursuant to applicable provisions of Section 102 of the Companies Act, read with Section 110 of the Companies Act and Rule 22 of the Companies (Management and Administration) Rules, 2014, setting out the material facts pertaining to the resolutions is annexed hereto along with the instructions of E-Voting for your consideration.**
2. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment / re-appointment are also annexed to this Notice.
3. In compliance with Sections 110 and 108 of the Act and Rules made thereunder, the Company has provided the facility of Remote e-voting to the members to exercise their votes electronically through remote e-voting facility provided by MUFG Intime India Pvt Ltd. (Formerly known Link Intime India Pvt. Ltd.) The instructions for electronic voting are annexed to this Notice.
4. This Postal Ballot Notice is being sent to the members whose names appear on the register of members / list of beneficial owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Company / Depository Participant(s), as on **May 30, 2025 (“the Cut-off Date”)**. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting the postal ballot form. Accordingly, the physical copy of the Notice along with the postal ballot form and the pre-paid business reply envelope are not being sent to the members. The communication of the assent or dissent of the members would only take place through the remote e-voting system.
5. The remote e-voting period commences at **09:00 A.M. (IST) on June 7, 2025, and ends at 05:00 P.M. (IST) on July 6, 2025**. The e-voting will not be allowed beyond the aforesaid date and time, and the e-voting module shall be forthwith disabled by **MUFG Intime India Pvt Ltd. (Formerly known Link Intime India Pvt. Ltd.)** upon expiry of the aforesaid period.
6. Once the vote on the resolution is cast by the member, he / she shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on **May 30, 2025**, being the Cut-off Date fixed for the purpose.
7. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., **July 6, 2025**.
8. The Board of Directors of the Company has appointed Mr. Bhadresh Shah, Proprietor of Bhadresh Shah & Associates, Company Secretaries (COP 15957, ACS 23847), as the scrutinizer for conducting postal ballot process in a fair and transparent manner ("Scrutinizer"). After completion of his scrutiny, he will submit his report to Chairman or in his absence to Managing Director or in his absence to Company Secretary of the Company. The results of the postal ballot will be announced in accordance with the provisions of Section 110 of the Companies Act read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. Members who wish to be present at the venue at the time of declaration of the results are welcome to do so. The resolution shall be deemed to be passed on the date of declaration of the results of the postal ballot, if approved by the requisite majority. The results will be displayed at the registered office of the Company and communicated to BSE Limited and National Stock Exchange of India Limited where the equity shares of the Company are listed within **two working days** as per the provisions of the LODR. The results of the postal ballot will also be displayed on the Company's website: www.heubach.com.

9. All material documents referred to in the explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. **July 6, 2025**. Members may send their requests to investor.relations_india@heubach.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period.
10. Members holding shares in electronic mode, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participant (DP).

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

Item No. 1

Considering Mr. Rajesh Rathi's rich experience of more than 20 years in running the pigments business, the Board of directors at their meeting held on April 14, 2025, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Rajesh Rathi (DIN:00018628) as Additional Director in the capacity of Non-Executive Director of the Company subject to the approval of the Members. Accordingly, it is proposed to appoint Mr. Rajesh Rathi as the Non- Executive Director of the Company effective from April 14, 2025.

The Company has received the requisite Forms 'DIR 2' & 'DIR 8' from Mr. Rajesh Rathi, in terms of Section 152(5) and 164 (2) of the Companies Act, 2013 (hereinafter referred to as "the Act") read with the Rule 8 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 (hereinafter referred to as "the Rules"), conforming his consent and eligibility for such appointment and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority. The Company has also received a written notice under Section 160(1) of the Companies Act, 2013 proposing his candidature.

The Board of Directors, pursuant to Regulation 17 (11) of the Listing Regulations, recommend passing of the **Ordinary Resolution** as set out in the Item No. 1 of the accompanying notice.

None of the Directors, Key Managerial Personnel and / or their relatives, except Mr. Rajesh Rathi and his relatives, are interested and / or concerned in passing of the resolution.:

Particulars of Director to be appointed pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings Issued by the Institutes of Company Secretaries of India.

Name of Director	Mr. Rajesh Rathi
DIN:	00018628
Type	Non-Executive Director
Date of Birth	November 13, 1968
Qualification	• B.E (Mechanical) from MIT Pune • B.Sc. (Chem) from Ohio University, U.S.A • MBA from Pittsburgh University, U.S.A
No. of Equity Shares held	NIL
Shareholding as a beneficial owner	Sudarshan Chemical Industries Limited holds an indirect stake of 54.36% in the equity share capital of the Company. Mr. Rajesh Rathi is the Significant Beneficial Owner of Sudarshan Chemical Industries Limited and, by virtue of this interest, is also categorized as a Significant Beneficial Owner of the Company.

Expertise in Specific Functional area	Mr. Rajesh Rathi is associated for more than 20 years with Sudarshan Chemical Industries Limited in various capacities. Over the years, Mr. Rathi has been instrumental in driving tremendous growth of Pigment Division as a significant Contributor of Sudarshan Chemical Industries Limited.
Directorship held in other Listed Companies	• Sudarshan Chemical Industries Limited • Finolex Industries Limited
Listed Entities from which has resigned as Director in past 3 years	NIL
Particulars of Committee Chairmanship / Membership held in other Listed Companies	<u>Sudarshan Chemical Industries Limited:</u> Stakeholders' Relationship Committee - Member Corporate Social Responsibility Committee - Member Risk Management Committee - Member <u>Finolex Industries Limited:</u> Audit Committee - Member Nomination and Remuneration Committee - Member Stakeholders' Relationship Committee - Member Corporate Social Responsibility Committee - Member Risk Management Committee – Member
Relationship with other directors inter-se	None
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement.
Details of remuneration last drawn.	Not Applicable

Item No. 2:

Pursuant to Section 161 of the Companies Act, 2013 and other applicable provisions the Board of Directors of the Company, at its meeting held on April 14, 2025 based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Amitabha Mukhopadhyay (DIN:01806781) as an Additional Director in the capacity of Independent Director of the Company for the first term of Five (5) consecutive years with effect from April 14, 2025, and holds office as such up to the date of ensuing General Meeting or for a period of three months from the date of appointment by the Board of Directors, whichever is earlier and is eligible for being appointed as an Independent Director of the Company, subject to the approval of the Shareholders by Special Resolution.

The Company has received all statutory disclosures and declarations necessary for directorship, including, written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation (Form DIR-8) confirming non-disqualification under Section 164(2) of the Act, declaration of meeting independence criteria under Section 149(6) of the Act and LODR Regulations, written notice by a member proposing candidature under Section 160(1) of the Act, confirmation of compliance with Appointment Rules (Rules 6(1) and 6(2)) regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

In the opinion of the Board of Directors of the Company, he is a person of integrity, possess the relevant expertise and experience and he fulfils the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, for appointment of Independent Director and he is independent of the management. Brief profile covering the details of his qualification, experience, specific areas of expertise and

other relevant information as required pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is annexed to this Notice.

In compliance with the provisions of Sections 149, 150, 152, 161 read with Schedule IV to the Act and Regulation 17 of the SEBI LODR Regulations, the approval of the members is sought for the appointment of Mr. Amitabha Mukhopadhyay (DIN:01806781) as an Independent Director of the Company for the first term of 5 (five) consecutive years effective from April 14, 2025 till April 13, 2030, and that he shall not be liable to retire by rotation.

The terms and conditions of appointment of the Independent Director shall be open for inspection by the Members at the Registered Office of the Company, and a copy of the same shall also be available at the Registered Office of the Company on all working days, during business hours up to the last date of e-voting for this Postal Ballot.

The Board of Directors, pursuant to Regulation 17 (11) of the Listing Regulations, recommend passing of the **Special Resolution** as set out in the Item No. 2 of the accompanying notice.

None of the Directors, Key Managerial Personnel and / or their relatives, except Mr. Amitabha Mukhopadhyay and his relatives are interested and / or concerned in passing of the resolution.

Particulars of Director to be appointed pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings Issued by the Institutes of Company Secretaries of India.

Name of Director	Mr. Amitabha Mukhopadhyay
DIN:	01806781
Type	Independent
Date of Birth	August 17, 1964
Qualification	• Graduated from the University of Calcutta in Physics (Hons.) • A rank holder Chartered Accountant from the Institute of Chartered Accountants of India • Bachelor of Law from Pune University
No. of Equity Shares held	NIL
Expertise in Specific Functional area	Mr. Amitabha Mukhopadhyay has over two decades of experience as the Group CFO for leading Indian groups, with expertise in corporate finance, M&A, and corporate strategy. He held leadership roles in Tata Group and Thermax for nearly three decades. He also served as a member of the Boards of several JV companies in the Tata Group, including Tata GS Yuasa Batteries, Tata Yazaki, and Tata Toyo Radiators.
Directorship held in other Listed Companies	• Quick Heal Technologies Limited • Foseco India Limited • Sanghvi Movers Limited
Listed Entities from which has resigned as Director in past 3 years	• IFB Agro Limited

Particulars of Committee Chairmanship / Membership held in other listed companies	<u>Quick Heal Technologies Limited:</u> Audit Committee - Chairman Nomination and Remuneration Committee - Member Stakeholders' Relationship Committee - Member <u>Foseco India Limited:</u> Audit Committee - Chairman Nomination and Remuneration Committee - Member Stakeholders' Relationship Committee – Member CSR Committee – Member Risk Management Committee - Chairperson <u>Sanghvi Movers Limited:</u> Audit Committee - Member Nomination and Remuneration Committee - Member Risk Management Committee - Member Borrowing Committee - Member
Relationship with other directors inter-se	None
Justification for Appointment as Independent Director and Alignment with Required Skills and Capabilities	Mr. Amitabha Mukhopadhyay has extensive experience in corporate finance, M&A, and strategy, along with his proven leadership in reputed groups like Tata and Thermax.
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement.
Details of remuneration last drawn.	Not Applicable

Item No. 3:

Pursuant to Section 161 of the Companies Act, 2013 and other applicable provisions the Board, at its meeting held on April 14, 2025 based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Naresh Raisinghani (DIN:00568298) as an Additional Director in the capacity of Independent Director of the Company for the first term of Five (5) consecutive years with effect from April 14, 2025 and who holds office as such up to the date of ensuing General Meeting or for a period of three months from the date of appointment by the Board of Directors, whichever is earlier and is eligible for being appointed as an Independent Director of the Company, subject to the approval of the Shareholders by Special Resolution.

The Company has received all statutory disclosures and declarations necessary for directorship, including, written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation (Form DIR 8) confirming non-disqualification under Section 164(2) of the Act, declaration of meeting independence criteria under Section 149(6) of the Act and LODR Regulations, written notice by a member proposing candidature under Section 160(1) of the Act, confirmation of compliance with Appointment Rules (Rules 6(1) and 6(2)) regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

In the opinion of the Board of Directors of the Company, he is a person of integrity, possess the relevant expertise and experience and he fulfils the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015 as amended, for appointment of Independent Director and he is independent of the management. Brief profile covering the details of his qualification, experience, specific areas of expertise and other relevant information as required pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is annexed to this Notice.

In compliance with the provisions of Sections 149, 150, 152, 161 read with Schedule IV to the Act and Regulation 17 of the SEBI LODR Regulations, the approval of the members is sought for the appointment of Mr. Naresh Raisinghani (DIN:0056829) as an Independent Director of the Company for the first term of 5 (five) consecutive years effective from April 14, 2025 till April 13, 2030, and that he shall not be liable to retire by rotation.

The terms and conditions of appointment of the Independent Director shall be open for inspection by the Members at the Registered Office of the Company, and a copy of the same shall also be available at the Registered Office of the Company on all working days, during business hours up to the last date of e-voting for this Postal Ballot.

The Board of Directors, pursuant to Regulation 17 (11) of the Listing Regulations recommend passing of the **Special Resolution** as set out in the Item No. 3 of the accompanying notice.

None of the Directors, Key Managerial Personnel and / or their relatives, except Mr. Naresh Raisinghani and his relatives are interested and / or concerned in passing of the resolution.

Particulars of Director to be appointed pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings Issued by the Institutes of Company Secretaries of India.

Name of Director	Mr. Naresh Raisinghani
DIN:	00568298
Type	Independent
Date of Birth	April 18, 1965
Qualification	- Bachelor's in Mechanical Engineering from the University of Mumbai. - Completed Owner / President Management Programme from Harvard Business School.
No. of Equity Shares held	NIL
Expertise in Specific Functional area	Mr. Raisinghani is the CEO and Executive Director of BMGI, India, which is engaged in providing consultancy services to reputed corporate houses. He is widely regarded as a leading thinker and an expert on Operational Excellence, Innovation and Strategy Deployment.
Directorship held in other Listed Companies	• Sudarshan Chemical Industries Limited
Listed Entities from which has resigned as Director in past 3 years	NIL
Particulars of Committee Chairmanship / Membership held in other Listed Companies	<u>Sudarshan Chemical Industries Limited:</u> Audit Committee - Member Nomination and Remuneration Committee - Member Risk Management Committee - Member
Relationship with other directors inter-se	None
Justification for Appointment as Independent Director and	Mr. Naresh Raisinghani has expertise in operational excellence, innovation, and strategy deployment. As the CEO and Executive Director of BMGI India, he brings valuable

Alignment with Required Skills and Capabilities	consulting experience with leading corporates, making him well-suited to provide strategic oversight and independent judgment to the Board.
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement.
Details of remuneration last drawn.	Not Applicable

Item No. 4:

Pursuant to Section 161 of the Companies Act, 2013 and other applicable provisions the Board, at its meeting held on April 14, 2025, based on the recommendation of the Nomination and Remuneration Committee, appointed Mrs. Anu Wakhlu (DIN:00122052) as an Additional Director in the capacity of Independent Director of the Company for the first term of Five (5) consecutive years with effect from April 14, 2025, and who holds office as such up to the date of ensuing General Meeting or for a period of three months from the date of appointment by the Board of Directors, whichever is earlier and is eligible for being appointed as an Independent Director of the Company, subject to the approval of the Shareholders by Special Resolution.

The Company has received all statutory disclosures and declarations necessary for directorship, including: written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation (Form DIR 8) confirming non-disqualification under Section 164(2) of the Act, declaration of meeting independence criteria under Section 149(6) of the Act and LODR Regulations, written notice by a member proposing candidature under Section 160(1) of the Act, confirmation of compliance with Appointment Rules (Rules 6(1) and 6(2)) regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

In the opinion of the Board of Directors of the Company, she is a person of integrity, possess the relevant expertise and experience and she fulfils the conditions specified in the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, for appointment of Independent Director and she is independent of the management. Brief profile covering the details of her qualification, experience, specific areas of expertise and other relevant information as required pursuant to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is annexed to this Notice.

In compliance with the provisions of Sections 149, 150, 152, 161 read with Schedule IV to the Act and Regulation 17 of the SEBI LODR Regulations, the approval of the members is sought for the appointment of Mrs. Anu Wakhlu (DIN:00122052) as an Independent Director of the Company for the first term of 5 (five) consecutive years effective from April 14, 2025 till April 13, 2030, and that she shall not be liable to retire by rotation.

The Board of Directors, pursuant to Regulation 17 (11) of the Listing Regulations recommend passing of the **Special Resolution** as set out in the Item No. 4 of the accompanying notice.

None of the Directors, Key Managerial Personnel and / or their relatives, except Mrs. Anu Wakhlu and her relatives are interested and / or concerned in passing of the resolution.

Particulars of Director to be appointed pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings Issued by the Institutes of Company Secretaries of India

Name of Director	Mrs. Anu Wakhlu
DIN:	00122052

Type	Independent
Date of Birth	November 9, 1957
Qualification	• MSc Gold Medalist • Diploma in Strategic Management and a Certified Executive Coach - ICF (MCC)
No. of Equity Shares held	NIL
Expertise in Specific Functional area	Mrs. Anu Wakhlu has over 30 years of experience across industry segments. She has expertise in Developing Coaches, Facilitators & Leadership Development She has worked very closely with some of the biggest names in the Manufacturing sector
Directorship held in other Listed Companies	• Sudarshan Chemical Industries Limited • SKF India Limited
Listed Entities from which has resigned as Director in past 3 years	NIL
Particulars of Committee Chairmanship / Membership held in other Listed Companies	<u>Sudarshan Chemical Industries Limited:</u> Nomination and Remuneration Committee - Chairman Corporate Social Responsibility Committee - Chairman <u>SKF India Limited:</u> Audit Committee - Chairman Nomination and Remuneration Committee - Chairman Stakeholders' Relationship Committee - Member Risk Management Committee - Member Corporate Social Responsibility Committee - Member
Relationship with other directors inter-se	None
Justification for Appointment as Independent Director and Alignment with Required Skills and Capabilities	Mrs. Anu Wakhlu has a rich experience of over 30 years across industries, with specialized expertise in leadership development and coaching. Her close association with leading companies in the manufacturing sector equips her to contribute meaningfully to the Board's deliberations, especially in areas of people development and organizational growth.
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement.
Details of remuneration last drawn.	Not Applicable

Item No. 5:

Pursuant to provisions of section 161 of the Companies Act, 2013 and other applicable provisions and based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company by way of circular resolution passed on May 02, 2025, approved the appointment of Mr. Mandar Velankar (DIN: 11069055) as the Additional Director (Non-Executive Director) subject to the approval of shareholders of the Company. Accordingly, it is proposed to appoint Mr. Mandar Velankar (DIN: 11069055) as the Non- Executive Director of the Company effective from May 2, 2025.

The Company has received the requisite Forms 'DIR 2' & 'DIR 8' from Mr. Mandar Velankar, in terms of Section 152(5) and 164 (2) of the Companies Act, 2013 (hereinafter referred to as "the Act") read with the Rule 8 and 14 of the Companies

(Appointment and Qualification of Directors) Rules, 2014 (hereinafter referred to as “the Rules”), conforming his consent and eligibility for such appointment and Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority. The Company has also received a written notice under Section 160 of the Companies Act, 2013 proposing his candidature.

The Board of Directors, pursuant to Regulation 17 (11) of the Listing Regulations recommend passing of the **Ordinary Resolution** as set out in the Item No. 5 of the accompanying notice.

None of the Directors, Key Managerial Personnel and / or their relatives, except Mr. Mandar Velankar and his relatives, are interested and / or concerned in passing of the resolution.

Particulars of Director to be appointed pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings Issued by the Institutes of Company Secretaries of India

Name of Director	Mr. Mandar Velankar
DIN:	11069055
Type	Non - Executive
Date of Birth	March 19, 1978
Qualification	• Qualified Company Secretary from the Institute of Company Secretaries of India • Bachelor of Law and Commerce from Pune University
No. of Equity Shares held	NIL
Expertise in Specific Functional area	Mr. Mandar Velankar has over 25 years of rich experience in handling matters in the fields of Corporate Secretarial, Corporate Governance, Legal and Compliance. He was previously associated with reputed companies including Bajaj Group, Kalyani Group, Vodafone, Deepak Fertilizers etc as a Company Secretary and Head – Legal. He has been Associated with Sudarshan Chemical Industries Limited for more than 6 years and is currently acting as a General Counsel and Company Secretary.
Directorship held in other Listed Companies	NIL
Listed Entities from which has resigned as Director in past 3 years	NIL
Particulars of Committee Chairmanship/Membership held in other Listed Entities	NIL
Relationship with other directors inter-se	None
Terms & Conditions of appointment / re-appointment	As provided in the Explanatory Statement
Details of remuneration sought to be paid	Please refer to the Explanatory Statement.

Details of remuneration last drawn.	Not Applicable
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Registered office:

HEUBACH COLORANTS INDIA LIMITED

Rupa Renaissance, B Wing, 25th Floor, D-33, MIDC Road,
TTC Industrial Area, Juinagar, Navi Mumbai 400705

CIN: L24110MH1956PLC010806

By order of the Board

For **Heubach Colorants India Limited**

Date: June 3, 2025

Place: Navi-Mumbai

Sd/-

Ashwini Natekar

Company Secretary

ACS 65744

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins at 09:00 a.m. on June 7, 2025, and ends at 05:00 p.m. on July 6, 2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of May 30, 2025, may cast their vote electronically. The e-voting module shall be disabled by MUFG Intime for voting thereafter.
- (ii) As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders 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. Click on “Login”
- 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 “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders 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. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders 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.

- a) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- b) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted 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., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

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

METHOD 2 - Individual Shareholders 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 “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

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

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

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

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

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) 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)
3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
2. E-voting page will appear.
3. 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).
4. 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.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’ -
 - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
 - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
 - b. ‘Investor’s Name’ - Enter full name of the entity.
 - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
 - 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 signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- 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 before the start of remote evoting.

- 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'.
- g) 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 credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select '**View**' icon for '**Company's Name / Event number**'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) 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 facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@in.mpmc.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 and 022 - 2499 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:

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

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

In case shareholders is having 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. as mentioned above. 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 for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘**Login**’ under ‘**Corporate Body/ Custodian/Mutual Fund**’ tab and further Click ‘**forgot password?**’
- o Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having 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. as mentioned above. 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:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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”.

InstaVote Support Desk

MUFG Intime India Private Limited

IMPORTANT NOTES:

1. The voting rights of members shall be in proportion to their shares in the total paid up equity share capital of the Company as on May 30, 2025.
2. **The Board of Directors of the Company has appointed Bhadresh Shah & Associates, Company Secretaries (COP 15957, ACS 23847), as the scrutinizer for conducting postal ballot process in a fair and transparent manner. After completion of his scrutiny of postal ballot, he will submit his report to the Chairman and in his absence to Managing Director and in his absence to the Company Secretary of the Company. The results of the postal ballot will be announced in accordance with the provisions of Section 110 of the Companies Act read with the Companies (Management and Administration) Rules, 2014. The resolution shall be deemed to be passed on the date of declaration of the results of the postal ballot, if approved by the requisite majority. The results will be displayed at the registered office of the Company and will also be published in newspapers and communicated to BSE and NSE where the equity shares of the Company are listed. The results of the postal ballot will also be displayed on the Company’s website: www.heubach.com.**

3. **A copy of all the documents referred to in the accompanying explanatory statement are open for inspection by any member of the Company through electronic mode. Members seeking inspection of any such document may send their request to investor.relations_india@heubach.com up to the date of declaration of the results of the postal ballot.**
4. The Resolutions passed by members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the members.

In case of any query, the member may send an e-mail to Company at investor.relations_india@heubach.com