NOTICE

Notice is hereby given that the **25th Annual General Meeting** of the members of Maharashtra Knowledge Corporation Limited (MKCL) will be held at the Registered Office of the Company at **ICC Trade Tower, `A' Wing, 5th Floor, Senapati Bapat Road, Shivajinagar, Pune 411016, Maharashtra, INDIA, on Monday, the 21st day of September, 2026 at 11.00 a.m.**, to transact the following business:

ORDINARY BUSINESS

1. Adoption of Financial Statements.

To consider and adopt the audited Financial Statements (including the consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon, and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

25AGM/21.09.2026/01
"RESOLVED that -
(a) the audited stand-alone Financial Statements of the Company for the Financial Year ended March 31, 2026; and
(b) the audited consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026,
together with the Reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted."

2. Declaration of Dividend.

To declare a final dividend of ₹ 1.50 per equity share for the Financial Year 2025-26, and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/02
"RESOLVED that a final dividend at ₹ 1.50 per equity share of ₹ 10/- each, absorbing in aggregate ₹ 1,21,20,292.5/- (Rupees One Crore Twenty One Lakhs Twenty Thousand Two Hundred Ninety Two and Fifty Paise Only), be and is hereby declared out of the profits of the Company for the year ended March 31, 2026 and that the same be paid to those shareholders whose names appear in the Register of Members of the Company and/or in the records of the Depositories as Beneficial Owners on the record date i.e. Thursday, September 17, 2026 at 04:00 p.m. IST.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized singly and/or jointly to do all such acts, deeds and things as are necessary for giving effect to this resolution."

Registered Office
ICC Trade Tower, 'A' Wing, 5th Floor, Senapati Bapat Road, Shivajinagar, Pune 411 016, Maharashtra, India.
+91 20 40114500 / 40114501 mkcl@mkcl.org

3. Director retiring by rotation.

To appoint a Director in place of Professor (Dr) Sanjeev Sonawane (DIN 10082872), who retires by rotation and being eligible, offers himself for re-appointment, and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/03
"RESOLVED that pursuant to the provisions of Section 152 of the Companies Act ("the Act"), 2013, Professor (Dr) Sanjeev Sonawane (DIN 10082872), Director who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director in the category 'Vice Chancellors as Representatives of Shareholder Universities' and his period of office is liable to determination by retirement of Directors by rotation.

RESOLVED FURTHER that if the office of Professor (Dr) Sanjeev Sonawane is vacated before his term of office expires in the normal course, the resulting casual vacancy, shall be filled by the Board of Directors at a meeting of the Board pursuant to Section 161(4) of the Act, provided that any person so appointed shall hold office only up to the date up to which Professor (Dr) Sanjeev Sonawane in whose place s/he is appointed would have held office if it had not been vacated.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized jointly and/or severally to take all steps and do all acts as may be considered necessary or appropriate and do all other acts incidental thereto as may be necessary to give effect to this resolution."

4. Director retiring by rotation.

To appoint a Director in place of Professor (Dr) Vijay Maheshwari (DIN 09564354), who retires by rotation and being eligible, offers himself for re-appointment, and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/04
"RESOLVED that pursuant to the provisions of Section 152 of the Companies Act ("the Act"), 2013, Professor (Dr) Vijay Maheshwari (DIN 09564354), Director who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director in the category 'Vice Chancellors as Representatives of Shareholder Universities' and his period of office is liable to determination by retirement of Directors by rotation.

RESOLVED FURTHER that if the office of Professor (Dr.) Vijay Maheshwari is vacated before his term of office expires in the normal course, the resulting casual vacancy, shall be filled by the Board of Directors at a meeting of the Board pursuant to Section 161(4) of the Act, provided that any person so appointed shall hold office only up to the date up to which Professor (Dr) Vijay Maheshwari in whose place s/he is appointed would have held office if it had not been vacated.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized jointly and/or severally to take all steps and do all acts as may be considered necessary or appropriate and do all other acts incidental thereto as may be necessary to give effect to this resolution."

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5. Approval of terms of remuneration of M/s. G. D. Apte & Co., Chartered Accountants as Statutory Auditors of the Company.

To approve terms of remuneration of M/s. G. D. Apte & Co., Chartered Accountants, (Firm Registration No. 100515W) as Statutory Auditors of the Company for Financial Year 2026-27 and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/05
"RESOLVED that with reference to resolution no. 23AGM/19.09.2024/05 passed in the 23rd Annual General Meeting pursuant to the provisions of Section 139(1) and Rule 3(7) of The Companies (Audit and Auditors) Rules, 2014 and such other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, as amended from time to time, M/s G. D. Apte & Co., Chartered Accountants (Firm Registration No. 100515W) were appointed as Statutory Auditors of the Company to hold office from the conclusion of the 23rd Annual General Meeting (AGM) to the conclusion of the 28th AGM to be held in the year 2029.

RESOLVED FURTHER that as per the recommendation of the Audit Committee and as approved by the Board of Directors the remuneration of M/s G. D. Apte & Co., Chartered Accountants shall be ₹ 23,00,000/- (Rupees Twenty Three Lakhs Only) plus out-of-pocket expenses and Goods & Services Tax as applicable for conducting Statutory Audit of the Balance Sheet of the Company as at March 31, 2027, the related Statement of Profit and Loss and notes thereon for the year then ending, as required by the Companies Act, 2013.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized singly and/or jointly to do all such acts, deeds and things as are necessary for giving effect to this resolution."

SPECIAL BUSINESS

6. Ratification of remuneration to Cost Auditors.

To ratify remuneration payable to Cost Auditors for the Financial Year 2026-27 and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/06
"RESOLVED that pursuant to the provisions of Section148(3)of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit & Auditors) Rules 2014 and as per the recommendation of the Audit Committee and as approved by the Board of Directors, the remuneration of ₹ 1,25,000/- (Rupees One Lakh and Twenty Five Thousand only) plus applicable taxes and re-imbursement of out–of– pocket expenses payable to M/s. S. R. Bhargave & Co., Cost Accountants (Firm Registration No. 000218) appointed as Cost Auditors for the Financial Year 2026-27 be and is hereby ratified and confirmed.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized singly and/or jointly to do all such acts, deeds and things as are necessary for giving effect to this resolution."

7. **Alteration of Article 58(j) of the Articles of Association of the Company regarding process of appointment/re-appointment of Professional Directors.**

   To consider and approve alteration of Article 58(j) of the Articles of Association of the Company regarding process of appointment/re-appointment of Professional Directors and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

   25AGM/21.09.2026/07
   "RESOLVED that pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or any re-enactment thereof) and read with the rules made thereunder and subject to such other approvals, consents, permissions, and sanctions as may be necessary from appropriate authorities, Article 58(j) of the Articles of Association of the Company be and is hereby altered by substituting it with the following **w.e.f. April 01, 2027:**

   '58 (j) A Director appointed under the category mentioned at Sr. No.5 namely "Professionals from various fields", shall hold office for a term up to five consecutive years from the effective date of his/her first appointment in the said category, as proposed by the Board and approved by the Company through an ordinary resolution. Such Director may be eligible for re-appointment for one further term of up to five consecutive years, based on a "Peer Review" process conducted by the Board, subject to approval of the shareholders by way of a Special Resolution and appropriate disclosure in the Board's Report.

   No director appointed under the category at Sr. No.5 shall hold office for more than two consecutive terms. However, such Director shall be eligible for appointment only after the expiration of three years of ceasing to become a director, provided that such director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. In the event of vacation of office by any such director before expiry of his/her term in the normal course, the resulting casual vacancy may be filled by the Board of Directors in accordance with the provisions of Section 161(4) of the Companies Act, 2013.'

   RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized singly and/or jointly to do all such acts, deeds and things as are necessary for giving effect to this resolution."

8. **Re-appointment of Dr Deepak Phatak (DIN: 00046205) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.**

   To consider re-appointment of Dr Deepak Phatak (DIN: 00046205) as Director in the category of 'Professionals from various fields' on the Board of the Company and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   25AGM/21.09.2026/08
   "RESOLVED that pursuant to the applicable provisions of the Companies Act, 2013 ("the Act"), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, based on the peer-review process, Dr

Deepak Phatak (DIN: 00046205) be and is hereby reappointed as Director of the Company under the category of 'Professionals from various fields' for a term of five (5) years, commencing from October 01, 2026 and ending on September 30, 2031, whose office shall be liable to determination by retirement of directors by rotation, in accordance with the provisions of the Act and the Articles of Association of the Company.

RESOLVED FURTHER that, in the event the office of Dr Deepak Phatak is vacated before the expiry of his term in the normal course, the resulting casual vacancy may be filled by the Board of Directors at a duly convened Board Meeting pursuant to Section 161(4) of the Act, and any person so appointed shall hold office only up to the date on which Dr Deepak Phatak, in whose place such person is appointed, would have held office had the vacancy not arisen.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized, jointly and/or severally, to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable for giving effect to this resolution."

9. **Appointment of Dr Ajit Ranade (DIN 00918651) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.**

To consider appointment of Dr Ajit Ranade as Director in the category of 'Professionals from various fields' on the Board of the Company and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/09
"RESOLVED that pursuant to the applicable provisions of the Companies Act, 2013 ("the Act"), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Dr Ajit Ranade (DIN 00918651) be and is hereby appointed as Director of the Company under the category of 'Professionals from various fields' for a term of five (5) years, commencing from October 01, 2026 and ending on September 30, 2031, whose office shall be liable to determination by retirement of directors by rotation, in accordance with the provisions of the Act and the Articles of Association of the Company.

RESOLVED FURTHER that in the event the office of Dr Ajit Ranade is vacated before the expiry of his term in the normal course, the resulting casual vacancy may be filled by the Board of Directors at a duly convened Board Meeting pursuant to Section 161(4) of the Act, and any person so appointed shall hold office only up to the date on which Dr Ajit Ranade, in whose place such person is appointed, would have held office had the vacancy not arisen.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized, jointly and/or severally, to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable for giving effect to this resolution."

10. **Appointment of Ms. Farida Lambay (DIN 02438604) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.**

To consider appointment of Ms. Farida Lambay as Director in the category of 'Professionals from various fields' on the Board of the Company and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/10
"RESOLVED that pursuant to the applicable provisions of the Companies Act, 2013 ("the Act"), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Farida Lambay (DIN 02438604) be and is hereby appointed as Director of the Company under the category of 'Professionals from various fields' for a term of five (5) years, commencing from October 01, 2026 and ending on September 30, 2031, whose office shall be liable to determination by retirement of directors by rotation, in accordance with the provisions of the Act and the Articles of Association of the Company.

RESOLVED FURTHER that in the event the office of Ms. Farida Lambay is vacated before the expiry of her term in the normal course, the resulting casual vacancy may be filled by the Board of Directors at a duly convened Board Meeting pursuant to Section 161(4) of the Act, and any person so appointed shall hold office only up to the date on which Ms. Farida Lambay, in whose place such person is appointed, would have held office had the vacancy not arisen.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized, jointly and/or severally, to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable for giving effect to this resolution."

11. **Appointment of Dr Venkat Mayande (DIN 11848072) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.**

To consider appointment of Dr Venkat Mayande as Director in the category of 'Professionals from various fields' on the Board of the Company and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

25AGM/21.09.2026/11
"RESOLVED that pursuant to the applicable provisions of the Companies Act, 2013 ("the Act"), the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Dr Venkat Mayande (DIN 11848072) be and is hereby appointed as Director of the Company under the category of 'Professionals from various fields' for a term of five (5) years, commencing from October 01, 2026 and ending on September 30, 2031, whose office shall be liable to determination by retirement of directors by rotation, in accordance with the provisions of the Act and the Articles of Association of the Company.

RESOLVED FURTHER that in the event the office of Dr Venkat Mayande is vacated before the expiry of his term in the normal course, the resulting casual vacancy may be filled by the Board of Directors at a duly convened Board Meeting pursuant to Section 161(4) of the Act, and any person so appointed shall hold office only up to the date on which Dr Venkat Mayande, in whose place such person is appointed, would have held office had the vacancy not arisen.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized, jointly and/or severally, to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable for giving effect to this resolution.”

NOTES:

1) The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts concerning the Special Business under Item nos. 6 to 11 to be transacted at the 25th Annual General Meeting (AGM), as set out in this Notice is enclosed hereto and forms part of the Notice.

2) This Notice of 25th AGM 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) as on Friday, August 14, 2026 @ 4:00 p.m. IST. The Notice is being sent to members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding)/the Company (in case of physical shareholding). For members whose email IDs are not registered, physical copies of notice are being sent by permitted mode. The notice and Annual Report will also be available on the Company's website https://mkcl.org/downloads/. Further, the Company shall send the physical copy of the 25th Annual Report for FY 2025-26 to those Member who specifically request for the physical copy at cs@mkcl.org or sachinn@mkcl.org quoting their Folio No./Client ID & DP ID to Company. Members to whom hard copy of Annual Reports have been provided are requested to bring their copies of the Annual Report to the Meeting.

3) We urge members to support our commitment to environment protection by choosing to receive communications and documents through email. Members are requested to register the email address with their concerned Depository Participants (DPs), in respect of shares held in demat mode and with the Company by submitting signed copy of ‘Application to register e-mail address and other details’ available on website *http://www.mkcl.org/shareholders*, in respect of shares held in physical mode. Further, those members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their Depository Participants (DPs)/Company to enable servicing of notices/documents/Annual Reports and other communications electronically to their e-mail address in future.

4) Members whose names appear in the Register of Members (in case of physical shareholding)/List of Beneficial Owners (in case of electronic shareholding) as on Thursday, September 17, 2026 at 4:00 p.m. IST can attend the 25th AGM and will be considered for the purpose of voting. A person who is not a Member as on Thursday, September 17, 2026 at 04:00 p.m. IST should treat this Notice of 25th AGM for information purposes only.

5) **Voting for Members:**
The Company is also providing its members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means also (by using the remote electronic voting system provided by Central Depository Services (India) Limited). Members of the Company, holding shares either in physical form or electronic form, as on the cut-off date of Thursday, September 17, 2026 at 04:00 p.m. IST may cast their vote by remote e-Voting. The remote e-Voting period commences

on Friday, September 18, 2026 at 9:00 a.m. (IST) and ends on Sunday, September 20, 2026 at 5:00 p.m. (IST). The remote e-Voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The detailed instructions regarding e-voting are given in the ***Annexure I*** as enclosed. The members can opt for only one mode of voting i.e. either remote e-voting prior to the AGM or physical voting. The members present at the Meeting who have not already cast their vote by remote e-voting prior to the Meeting shall be able to exercise their right to cast their vote by physical voting during the Meeting. The members who have cast their vote by remote e-voting prior to the AGM are eligible to attend the Meeting but shall not be entitled to cast their vote again. In case duplicate voting is found for same member, the e-vote shall be considered valid. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

6) **Proxy:**
A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and to vote on a poll instead of him/herself. A proxy need not be a member of the Company. A blank form of proxy is attached herewith and if intended to be used, it should be returned duly completed at the registered office of the company not less than Forty-Eight (48) Hours before the scheduled time of the commencement of the 25th AGM.

A Proxy can act on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying Voting Rights. However, a Member holding more than ten percent (10%) of the total share capital of the company carrying Voting Rights may appoint a single person as Proxy for his entire shareholding and such person shall not act as a Proxy for any other shareholder.

An instrument of Proxy is valid only if it is properly stamped as per the applicable law. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.

7) **Corporate members, Universities and other organizations:**
Corporate Bodies intending to send their authorized representatives to attend the AGM are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the AGM either to the Company in advance or submit the same at the venue of the AGM and incase of Government Department, Universities, Educational Institutes and other organizations, a Letter of Authority from a duly authorized officer be submitted to the Company. In case of e-voting facility availed by any of the above, a 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, be submitted to the Scrutinizer CS Mamta Phalak (COP 25690) via email at csmamtaphalak@gmail.com and helpdesk.evoting@cdslindia.com with subject line "***Authorization to eVote for MKCL's 25th AGM".***

8) **Attendance Slip:**
A blank form of attendance slip is attached herewith. The Members/proxies attending the meeting should bring the attendance slip, duly filled, for handing over at the venue of the meeting. The Member/proxies needs to furnish valid identity proof such as the PAN Card, passport, Aadhaar card or driving license to enter the venue of the AGM.

9) **Appointment/re-appointment of Directors:**
At this 25th AGM, Professor (Dr) Sanjeev Sonawane (DIN 10082872) and Professor (Dr) Vijay Maheshwari (DIN 09564354) retire by rotation and being eligible, offers themselves for re-appointment.

10) **Book Closure for Final Dividend:**
The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, September 17, 2026 to Monday, September 21, 2026 (both days inclusive) and accordingly final dividend on equity shares as recommended by the Board of Directors for the Financial Year 2025-2026, if approved at the 25th AGM, will be payable to those eligible members whose names appeared on the record date i.e. Thursday, September 17, 2026 at 04:00 p.m. IST:
a) as Beneficial Owners as per the list to be furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) in respect of shares held in Dematerialized form, and
b) as Members in the Register of Members of the Company in respect of shares held in Physical Form.

11) Members who wish to receive dividend through Electronic Clearing Service (ECS) or update bank mandate for receiving dividend directly in bank account through ECS in a timely manner shall provide documents as below latest by Thursday, September 17, 2026 at 04:00 p.m. IST:
Shares held in physical form: Members holding shares in physical form are requested to send the following documents to the Registered Office of the Company-
a) ECS Mandate form duly filled and signed by the member (in case of joint shareholding by all the holders), the format is available on website *http://www.mkcl.org/shareholders*.
b) Cancelled cheque in original, bearing the name of the Member or first holder, in case shares are held jointly.
c) Self-attested copy of the PAN Card of all the holders.

Shares held in electronic form: Members holding shares in electronic form may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividend as per the applicable regulations of the DPs and the Company will not be able to accede to any direct request from such Members for change/ addition/deletion in such bank details. Accordingly, the Members holding shares in electronic form are requested to ensure that their Electronic Bank Mandate is updated with their respective DPs.

For Members who are unable to receive the dividend directly in their bank account through ECS or any other means, due to non-registration of the ECS Bank Mandate with the Company of DP, the Company shall dispatch the Warrant/Bankers' Cheque/Demand Draft through postal or courier services which shall be valid for a period of 3 months from the date of issue.

12) **Tax Deduction at Source (TDS) on Dividend-**
Members may note that as per the Indian Income Tax Act, 2025 ("the Act"), dividend paid and distributed by a company is taxable in the hands of shareholders. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the Income Tax Act, 2025.

A. For Residential Members

a. Resident Individual Members:
Exemption on TDS will be given, or a NIL/lower tax rate will be applied to the dividend payable to residents on submission of relevant documents listed below:

Applicable Section	Category	TDS Rate	Required Documents
393(4) [Table:Sr.No.10]	Members with valid PAN and aggregate total dividend received during the Tax Year 2026-27 does not exceeds ₹ 10,000/-	NIL	a. Valid Permanent Account Number (PAN) b. Documentary evidence if you are exempt from obtaining PAN [Form 97 of the Income Tax Act, 2025]
393(1) [Table: Sr.No. 7]	Members with valid PAN and aggregate total dividend received during the Tax Year 2026-27 exceeds ₹ 10,000/-	10%	
395(1)	Members holding Lower Deduction or NIL Deduction Certificate	Rate specified in Certificate	a. Self-attested copy of PAN; b. Submission of Lower or NIL withholding Tax Certificate for the Tax Year 2026-27 under Section 395(1) of IT Act, with TAN of Company.
393(6)	Declaration for receipt of dividend without deduction of tax (Form no.121)	NIL	Submission of valid declaration in Form 121 (applicable to Resident individual)
397(2)	Members who have submitted invalid PAN details/no PAN details /not linked PAN with Aadhaar (As per Section 262 of the Act, every person who has been allotted a PAN and is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply to this, the PAN allotted shall be deemed to be invalid / inoperative and they shall be liable to all consequences under the Act and tax shall be deducted at higher rates as prescribed under the Act.)	20%*	Update valid PAN details in your de-mat account /s maintained with Depository Participant/RTA

b. Other - Resident Company / Firm / HUF / AOP / Trust

In case income is subject to a lower rate of TDS, or is exempt under the Income Tax Act, 2025, to submit the following forms or documents attached as Annexures if eligible as per the relevant provisions of the Income Tax Act, 2025, duly signed by the authorized signatory

Applicable Section	Category	TDS Rate	Required Documents
393(1) [Table: Sr. No. 7]	Members with valid PAN	10%	Valid Permanent Account Number (PAN)
395(1)	Members holding Lower Deduction or NIL Deduction Certificate	Rate specified in Certificate	a. Self-attested copy of PAN; b. Submission of Lower or NIL withholding Tax Certificate for the Tax Year 2026-27 under Section 395(1) of the Income Tax Act, 2025 with TAN of Company.
397(2)	Members who have submitted invalid PAN details/no PAN details	20%*	Update valid PAN details in your de-mat account /s maintained with Depository Participant/RTA

**The Company will be using online functionality of the Income-tax department for determining status of PAN of the member. If PAN is not linked with Aadhaar, kindly do so, to avoid higher Tax deduction.*

Members are requested to update PAN with their Depository Participant (DP) or Company as the case may be latest by Thursday, September 17, 2026. Members holding shares in physical mode should email self-attested copy of PAN card at sachinn@mkcl.org with subject line "Submission of Documents for Dividend" by Thursday, September 17, 2026, in case previously PAN details have not been submitted.

B. **For non-resident shareholders**: Tax is required to be withheld in accordance with the provisions of Section 393(2) of the Income Tax Act, 2025, at the rates in force and Lower/NIL tax rate will be applied to the dividend payable to the non-resident member on submission of relevant documents listed below:

Applicable Section	Category	TDS Rate	Required Documents
393(2)	Foreign Institutional Investors (FII)/Foreign Portfolio Investors (FPI)	As per the relevant provisions of the Income Tax Act, 2025, the withholding tax shall be @ 20% plus applicable surcharge and	a. Please refer Point (C) for availing benefits of Double Tax Avoidance Agreement (DTAA) by Non-resident Members.

Applicable Section	Category	TDS Rate	Required Documents
		cess OR at the rates in force.	
395(1)	Non-resident members holding NIL/Lower deduction Certificate	Rate specified in Certificate	Submission of Lower or NIL withholding Tax Certificate for the Tax Year 2026-27 under Section 395 of Income Tax Act, 2025 with TAN of Company.

C) Availing Benefits of Double Tax Avoidance Agreement ("DTAA") by Non-resident Members:

Non-resident shareholders can avail the provisions of certain Double Tax Avoidance Agreement (DTAA), provided they satisfy conditions such as non-applicability of the General Anti-Avoidance Rule (GAAR), read with Multilateral Instrument (MLI), between India and the country of tax residence of the shareholders. For this purpose, i.e. to avail benefits under the DTAA read with MLI, non-resident shareholders are requested to submit the following documents , as applicable

a. Copy of Tax Residency Certificate (TRC) for the Tax Year 2026-27 obtained from the revenue or tax authorities of the country of tax residence, duly attested by members/ authorized signatory.
b. Form 41 (for claiming Tax Treaty Relief). Form 41 can be obtained electronically through e-filing portal of income tax website at https://www.incometax.gov.in/iec/foportal, the procedure for the same is detailed here.
c. Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the shareholders/ authorized signatory. In case of non-availability of PAN, information under sub-rule 2 of Rule 217 of Income Tax Rules, 2026
d. Self-declaration of beneficial ownership of equity shares by the non-resident shareholder
e. Self-declaration by the shareholders of having no permanent establishment in India in accordance with the applicable Tax Treaty and IT Act.
f. Self-declaration of fulfilling all conditions of tax treaty for being eligible to claim benefit of the tax treaty (DTAA) read with Multilateral Instrument (MLI).
g. Any other documents as prescribed under the Income Tax Act, 2025 if applicable or certificate for lower withholding of taxes, duly attested by the shareholders.

The aforementioned self-attested documents are required to be emailed at sachinn@mkcl.org with subject Line "***Submission of Documents for Dividend***" latest by Thursday, September 17, 2026. No communication would be accepted from members after September 17, 2026 regarding the tax withholding matters.

As per Section 262 of the Income Tax Act, 2025, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at a higher rate as per the provisions of section 397(2) of the Income Tax Act, 2025.

In case, members hold shares under multiple accounts, under different status/ category but under a single PAN, the highest rate of tax as applicable to the status in which shares held under the said PAN will be considered on the entire holding in different accounts.

13) **Investors Education and Protection Fund:**
Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government as per Section 124 of the Companies Act, 2013. Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority as per section 125 of the Companies Act, 2013 and rules thereunder. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in e-Form IEPF-5 available on www.iepf.gov.in. No claim shall lie against the Company for the amounts so transferred prior to March 31, 2026, nor shall any payment be made in respect of such claim.

The Company has provided the required details of unpaid and unclaimed amounts of Dividend lying with the Company till March 31, 2026, on its website www.mkcl.org and shall provide the same to the Ministry of Corporate Affairs' (MCA) website in the relevant form pursuant to Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

Members wishing to claim dividends that remain unclaimed are requested to correspond with the Company Secretary at the Company's registered office.

14) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, ECS Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form, and to the Company in case the shares are held in physical form.

15) **Mandatory Dematerialization of securities:**
The shares of the Company are compulsorily traded in demat mode. Hence, the Members who are still holding physical Share Certificates are requested in their own interest to dematerialize their shareholding to avail the benefits of dematerialization viz. easy liquidity, electronic transfer and prevention of forgery. In view of the same, we request the shareholders holding shares in physical form to kindly dematerialize equity shareholding in the Company.

The Company has obtained International Security Identification Number (ISIN) from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and it is INE03KR01016. For more details refer to the Corporate website https://mkcl.org/faqs/ under Shareholders tab.

16) **Address for Dematerialization Request submissions:**
The Share Certificates for dematerialization be forwarded with requisite documents through Depository Participant to the registered office of the Company at below address -
The Company Secretary
Maharashtra Knowledge Corporation Limited (MKCL)
ICC Trade Tower, 'A' Wing, 5th Floor, Senapati Bapat Road,
Shivajinagar, Pune 411016, Maharashtra, INDIA.
Tel.: +91 20 4011 4500/501 *Website: www.mkcl.org*

17) **Registrar and Transfer Agents:**
The Head office address of Registrar and Transfer Agents of the Company is as follows:
Alankit Assignments Limited, RTA & DP Division,
"Alankit Hosue", 4E/2, Jhandewalan Extension, New Delhi-110055.
Tel.: 011-42541234/23541234 Fax: 011- 42541201
Website: www.alankit.com

18) **Nomination:**
Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, Members/Beneficial Owners are entitled to make nomination in respect of Shares held by them in Form No. SH-13. Holders of shares in single name and physical form are advised to make nomination in respect of their holding in the Company by submitting duly completed form No SH-13 with the Company and to their respective depository in case of shares held in electronic form. Joint Holders can also use nomination facility for shares held by them. The Nomination form can be downloaded from the Company's website *http://www.mkcl.org/shareholders*.

19) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act; the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act will be available for inspection at the meeting.

20) Route Map showing Directions to reach the venue of the Meeting is given at the end of this Notice.

21) Any questions or queries concerning accounts of the Company be sent in advance vide email to cs@mkcl.org, however the response to the same will be given at the AGM.

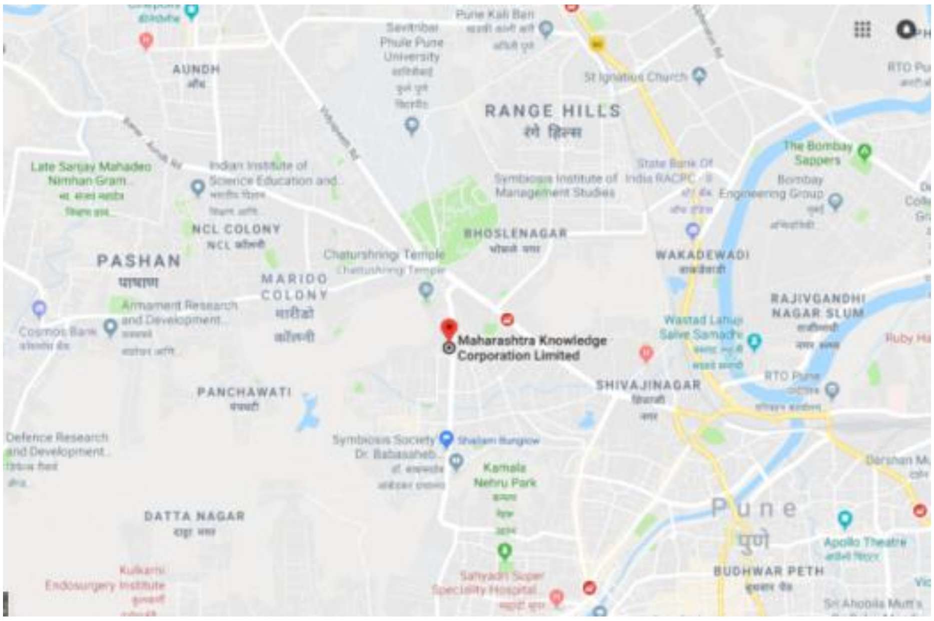
By Order of the Board
For Maharashtra Knowledge Corporation Ltd.

Sameer Pande
Managing Director
DIN: 00143616

Registered Office : ICC Trade Tower, `A' Wing, 5th Floor,
Senapati Bapat Road, Shivajinagar,
Pune 411 016, Maharashtra, INDIA.
CIN: U80302PN2001 PLC135348
Phone: +91 20 4011 4500/501
E-mail: cs@mkcl.org Website: www.mkcl.org

Pune, August 11, 2026.

Route Map to the Venue of the Annual General Meeting



MKCL
Creating a Knowledge Lit World
www.mkcl.org

25 SILVER JUBILEE 2025-26

EXPLANATORY STATEMENT
(Pursuant to section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under item nos. 6 to 11 of the accompanying Notice.

Item No. 6 - Ratification of remuneration to Cost Auditors.

The Board of Directors, as per the recommendation of the Audit Committee, has approved the appointment of M/s S. R. Bhargave & Co., Cost Accountants (Firm Registration No. 000218), as the Cost Auditors of the Company for the Financial year 2026-27 at a remuneration of ₹ 1,25,000/- (Rupees One Lakh Twenty Five Thousand only) plus applicable taxes & re-imbursement of out–of–pocket expenses, for conducting the audit of the cost accounting records of the Company for the financial year ending March 31, 2027.

Pursuant to provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit and Auditors) Rules, 2014, members of the Company are required to ratify the remuneration to be paid to the Cost Auditors of the Company. Accordingly, consent of the Members is sought for ratification of remuneration payable to the Cost Auditors of the Company for the year ending March 31, 2027.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested in the said resolution.

The Board recommends the resolution under Item No. 6 of the accompanying Notice for the approval of the Members as an Ordinary Resolution.

Item No. 7 – Alteration of Article 58(j) of the Articles of Association of the Company regarding process of appointment/re-appointment of Professional Directors.

As per existing Article 58(j) of the Articles of Association of the Company, the maximum tenure of Professional Directors is up to five consecutive years from the effective date of his/her appointment in the said category as proposed by the Board and approved by the Company by passing of an Ordinary Resolution. Such Director may be re-appointed by a 'Peer Review' process conducted by the Board as felt appropriate by it and on passing of an Ordinary Resolution by the Company, subject to maximum term of office up to five consecutive years at a time.

Limitations of the Existing Article 58(j)
Like the position that existed for Independent Directors prior to 2010, a Professional Director may continue in office indefinitely under the existing Article. It is therefore considered necessary to remove this indefiniteness and introduce a defined tenure with a normal term expiry for this category of directors. Such a framework would enable the Board to periodically induct professionals and domain experts with diverse expertise.

In view of the foregoing and with a view to ensuring the continued association and active participation of eminent domain experts on the Board, it is proposed that the existing Article 58(j) be altered with effect from April 01, 2027, so as to align its provisions with those applicable to Independent Directors under the Companies Act, 2013.

Under the said Resolution at Item no. 7, consent of Shareholders through Special Resolution is sought pursuant to the provisions of Section 14 of the Companies Act, 2013.

No Director, Key Managerial Personnel or their relatives, is concerned or interested in the said Resolution.

The Board recommends the Resolution set out at Item no.7 of the accompanying Notice for the approval of the Members as Special Resolution.

Item No. 8 - Re-appointment of Dr Deepak Phatak (DIN: 00046205) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.

The Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on June 19, 2026, recommended the re-appointment of Dr Deepak Phatak as a Director of the Company in the category of 'Professionals from various fields', with effect from October 01, 2026, pursuant to Article 58 of the Articles of Association of the Company, subject to the approval of the Members at the ensuing Annual General Meeting. The Board has benefitted from his valuable guidance and contributions in advancing the Company's strategic initiatives. He has been a Director on the Board of MKCL since October 01, 2014.

Pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Dr Phatak has furnished his consent to act as a Director and has confirmed that he is not disqualified from being re-appointed as a Director under the provisions of the said Act. In the opinion of the Board, Dr Phatak possesses the requisite qualifications, experience, expertise, knowledge, skills, integrity and professional standing, and fulfils all the conditions specified under the Companies Act, 2013 and the rules made thereunder for his re-appointment as a Director of the Company.

Dr Deepak Phatak's outstanding contributions as an eminent computer scientist, educationist and institution builder, his pioneering work in the fields of information technology, technology-enabled education and digital innovation, and his invaluable services as an adviser to several Government Ministries, regulatory bodies and leading institutions have earned him widespread recognition and respect across the country.

Dr Deepak Phatak born on April 02, 1948 (age 78 years) obtained his Bachelor's degree in Electrical Engineering from SGSITS Indore and his M Tech and Ph D from IIT Bombay. He served with IIT Bombay from 1971 till he retired in 2018. He headed the CSE Department from 1991 to 1994. He was Dean of Resource Development from 1995 to 1998, was the founding head of Kanwal Rekhi School of IT from 1998 to 2002, and headed the SJ Mehta School of Management from 2004 to 2005. He held the 'Subrao M Nilekani' Chair Professorship from 2000 to 2013. Presently, he is a Professor Emeritus of IIT Bombay.

Dr Deepak Phatak started an IT incubator at IIT Bombay in 1999, to foster innovation and start-up culture. It has now evolved into SINE (Society for Innovation and Entrepreneurship), considered as one of the best incubators in India. He started the country's first interactive distance learning program, initially using VSATs and later through internet It has blossomed into the Centre for Distance Engineering Education (CDEEP). He set up the Affordable Solutions Lab (ASL) at IIT Bombay in 2000. He is regarded as the pioneer of smart card usage in financial transactions in India. He developed low-cost devices such as Smart Card Reader, Clickers and Thin-clients. He successfully completed the Aakash project for affordable tablets. He is an Open-Source evangelist, and strives to popularize Free and Open-Source Software and Content.

In 1984-85, Dr Phatak helped set up the Department of Computer Science in his Alma Mater SGSITS and later in Indore University. During a sabbatical leave in 2003, he visited over 50 smaller Engineering Colleges in the country and interacted with thousands of teachers and students. He mentored this talent pool through initiatives like the Ekalavya Project, T10KT (Train 10 thousand Teachers at a time), MOOCs (Massive Open Online Courses) and blended MOOCs, etc. His focus is on improving quality of education at scale. He is currently involved in project DEEP-Shaala in Amreli to spread digitally empowered education among students of village primary schools.

He has a long association with CSI. He was elected Fellow of CSI in 1999, and Fellow of IETE in 2000. As an expert in Databases and Information systems, he has been a consultant and advisor to a number of organizations and Ministries on issues related to IT. In the financial sector, he has been an IT advisor to SBI, RBI, UTI, IDBI, LIC, New India, UIIC, SEBI, NSDL, etc. He was a permanent invitee to the payment system Board of RBI. He chairs the Technical Advisory Committee of SEBI. He has served on the boards of several companies and institutions, including IDBI bank, UTIISL, IDBIISL, Bank of Baroda, HDFCAMC, ReBIT, Persistent Systems, NIA, IGNOU, IIT Gandhinagar. He chaired the Boards of NIT Agartala, IIT Indore, and Baroda Sun Technologies. He chaired technical committees on MCA21, GSTN, GEM, and the review committee for Aadhar system security assessment. He was AICTE Distinguished Chair Professor.

Dr Phatak is recipient of the ‘Excellence in Teaching’ award and the ‘Industrial Impact Research Award’ from IIT Bombay. He was conferred Life Time Achievement Awards by Skoch foundation in 2003, by Data Quest in 2008, by Dewang Mehta Business School Awards in 2010, by Interop in 2014, by IIT Bombay in 2014 and by CSI in 2018. He was listed among fifty most influential Indians, by Business week in 2009. The President of India honored him with Padma Shri in 2013.

Over the past several years, Dr Phatak’s guidance and active participation as a Member of the Board and invitee of MKCL's Strategy Advisory Committee (MSAC), have significantly contributed to the growth and strategic direction of MKCL. The Board believes that his wisdom, independent perspective, strategic insights, and deep understanding of technology, education, and public policy will continue to enrich the deliberations of the Board and provide invaluable guidance in strengthening MKCL's role as a pioneering institution in knowledge-enabled education, skill development, and digital transformation.

Dr Phatak shall not receive any commission from the Company. He will receive sitting fees as decided by the Board from time to time, for attending and participating in the Board Meetings, Committee Meetings as member or invitee and other meetings of the Company called upon for transacting any business of the Company. Further, he will be reimbursed expenses for travel, lodging and boarding, if any, as per Company norms, or the Company may make the necessary arrangements for the same, for attending and participating in the meetings, functions of the Company for which he has been invited to attend

As of the date of this Notice, he does not hold any shares in the Company. He currently serves on the boards of Skoch Development Foundation, Maharashtra State Faculty Development Academy and Tree Labs Foundation.

Dr Phatak attended all the four meetings of the Board of Directors conveyed during the financial year.

Dr Phatak is not related to any Director or Key Managerial Personnel of the Company. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the said re-appointment.

Under the Resolution set out at Item No. 8 of the accompanying Notice, the approval of the Members is sought pursuant to the provisions of the Companies Act, 2013, for the re-appointment of Dr Deepak Phatak as a Director of the Company. The Board recommends the said Resolution for approval by the Members as an Ordinary Resolution.

Item No. 9 – Appointment of Dr Ajit Ranade (DIN 00918651) as Director in the category of ‘Professionals from various fields’ on the Board of the Company w.e.f. October 01, 2026.

The Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on June 19, 2026, recommended the appointment of Dr Ajit Ranade as a Director of the Company in the category of ‘Professionals from various fields’, with effect from October 01, 2026, pursuant to Article 58 of the Articles of Association of the Company, subject to the approval of the Members at the ensuing Annual General Meeting. Dr Ranade has been an esteemed Member of MKCL’s Strategy Advisory Committee (MSAC), and the Board has benefitted from his valuable guidance and contributions in advancing the Company’s strategic initiatives. He is being appointed as Director on the Board of MKCL for the first time.

Pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Dr Ranade has furnished his consent to act as a Director and has confirmed that he is not disqualified from being appointed as a Director under the provisions of the said Act. In the opinion of the Board, Dr Ranade possesses the requisite qualifications, experience, expertise, knowledge, skills, integrity and professional standing, and fulfils all the conditions specified under the Companies Act, 2013 and the rules made thereunder for his appointment as a Director of the Company. His distinguished contributions as an economist, public policy expert and institution builder, together with his extensive experience in academia, research, industry and public affairs, has earned him wide respect across the country.

Dr Ajit Ranade born on April 24, 1961 (Age 65 years) is a distinguished economist, political analyst, whose 35-year career spans both academia and industry. With an illustrious career as an economist, spanning both corporate and industry roles, Dr. Ajit Ranade brings incisive thoughts on the social, political and economic factors that are shaping India. He holds a Ph.D. in Economics from Brown University, a Post Graduate Diploma in Management from the Indian Institute of Management Ahmedabad and a Bachelor of Technology in Electrical Engineering from the Indian Institute of Technology Bombay.

He received the Distinguished Alumnus Award from IIT Bombay in 2009, Scholar of the Year Award from Wadia Trust in 2010, and Dr Ramchandra Parnerkar Economics Award in 2012. He received the Aditya Birla Leader of Leaders Award in 2015.

Dr Ranade has served as Vice-Chancellor and a member of the Board of Management at the Gokhale Institute of Politics and Economics. Prior to that, he was the Group Executive President and Chief Economist of the Aditya Birla Group.

Dr Ranade has served on the executive committees of leading industry chambers including CII, FICCI and MCCIA and has taught at universities in both India and the United States. He has served on several committees of Reserve Bank of India. He has served on the Boards of several companies and trusts and has written for more than two decades as a columnist on economics and contemporary issues. He is co-author of the award-winning book Rising to the China Challenge (2021).

Dr Ranade is a co-founder and trustee of the Association for Democratic Reforms, an NGO working in area of electoral and political reforms. He is also a trustee of the Pune International Centre and an Honorary Senior Fellow at the Takshashila Institution.

The Board believes that Dr. Ajit Ranade's strategic insights, independent perspective, and deep understanding of economic, educational, and societal issues will greatly enrich the deliberations of the Board and provide invaluable guidance in reinforcing MKCL's strategic leadership in technology-enabled education, advancing knowledge-driven social transformation, and accelerating the nationwide and international expansion of its programs.

Dr Ranade shall not receive any commission from the Company. He will receive sitting fees as decided by the Board from time to time, for attending and participating in the Board Meetings, Committee Meetings as member or invitee and other meetings of the Company called upon for transacting any business of the Company. Further, he will be reimbursed expenses for travel, lodging and boarding, if any, as per Company norms, or the Company may make the necessary arrangements for the same, for attending and participating in the meetings, functions of the Company for which he has been invited to attend.

As of the date of this Notice, he does not hold any shares in the Company. He currently serves on the boards of Axar Digital Services Pvt. Ltd., Aditya Birla Sun Life Trustee Pvt. Ltd., The Clearing Corporation Of India Ltd., Mahratta Chamber Of Commerce, Industries And Agriculture, Persistent Systems Ltd. and SHM Shipcare Pvt. Ltd.

Dr Ranade is not related to any Director or Key Managerial Personnel of the Company. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the said appointment.

Under the Resolution set out at Item No. 9 of the accompanying Notice, the approval of the Members is sought pursuant to the provisions of the Companies Act, 2013, for the appointment of Dr Ajit Ranade as a Director of the Company. The Board recommends the said Resolution for approval by the Members as an Ordinary Resolution.

Item No. 10 - Appointment of Ms. Farida Lambay (DIN 02438604) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.

The Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on June 19, 2026, recommended the appointment of Ms. Farida Lambay as a Director of the Company in the category of 'Professionals from various fields', with effect from October 01, 2026, pursuant to Article 58 of the Articles of Association of the Company, subject to the approval of the Members at the ensuing Annual General Meeting. Ms. Farida Lambay has been an esteemed Member of MKCL's Strategy Advisory Committee (MSAC), and the Board has benefitted from her valuable guidance and contributions in advancing the Company's strategic initiatives. She is being appointed as Director on the Board of MKCL for the first time.

Pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Ms. Lambay has furnished her consent to act as a Director and has confirmed that she is not disqualified from being appointed as a Director under the provisions of the said Act. In the opinion of the Board, Ms. Lambay possesses the requisite qualifications, experience, expertise, knowledge, skills, integrity and professional standing, and fulfils all the conditions specified under the Companies Act, 2013 and the rules made thereunder for her appointment as a Director of the Company. Her distinguished contributions as an educationist and in social work together with her compassion, dedication and humility, have been acknowledged through numerous awards.

Ms. Farida Lambay born on January 01, 1951 (age 75 years) is an educationist, social activist, and the co-founder and Trustee of "Pratham", one of India's largest non-governmental organizations. With over four decades of experience, she is a pioneering figure in children's education, women's rights, and the prevention of child labor.

Her key credentials and career highlights include:

- **Co-Founder of Pratham:** In 1994, she co-founded the Pratham Education Foundation with Dr. Madhav Chavan. The organization has since grown into a massive national movement aimed at ensuring every child is in school and learning well. Within Pratham, she directs mental well-being, capacity building, and people-related initiatives, while also acting as the Chairperson of the Internal Committee for the Prevention of Sexual Harassment at the Workplace.
- **Academic Background:** She holds a Master's in Social Work from the College of Social Work, Nirmala Niketan, in Mumbai. She later served as the Vice Principal of the institution, where she helped pioneer the Municipal School Project.
- **Children's & Women's Rights Activism:** She leads the Pratham Council for Vulnerable Children (PCVC) and has been a driving force in the battle against child labor, sex workers' rights (via project Prerana), and youth voluntary action (YUVA).
- **ASER:** Pratham officially launched the first Annual Status of Education Report (ASER) nationwide in 2005. ASER coordinated by the ASER Centre, is India's largest citizen-led, household-based education survey. While the ASER Centre focuses on data gathering, analysis, and report generation, Pratham focuses on field implementation based on those findings. Pratham and the ASER Centre co-lead national campaigns like Lakhon Mein Ek, working directly with ordinary citizens and community groups across 100,000 villages to address the learning gaps highlighted by the survey.
- **Advisory & Government Roles:** Ms. Lambay has served on several key government bodies, including the Maharashtra State Commission for the Protection of Child Rights and the

Government of India Committee on Child Labour & Research in Education. She has also contributed to the National Education Policy and the Sachar Committee.

Beyond Pratham, Ms. Farida Lambay has systematically institutionalized social work and vulnerable community protections across urban and policy levels:

- The Municipal School Project: Initiated during her tenure at Nirmala Niketan, this program successfully integrated a professional cadre of social workers right into the Mumbai Municipal Corporation structure.
- Prerana: Spearheaded the launch of this critical project in Kamathipura, Mumbai, which fiercely defends the rights and protection of sex workers and their children.
- YUVA (Youth for Voluntary Action): Organized a structured platform that channels youth volunteerism toward addressing complex urban and civic issues.
- National Policy Inputs: Contributed structural evidence and research directly to the Sachar Committee (studying the educational status of minority communities) and early drafts of the National Education Policy.

Ms. Farida Lambay's decades of grassroots educational reforms have earned her multiple prestigious accolades:

- FICCI FLO Trailblazer Women Achievers Award: Honoured for her lifelong path-breaking leadership.
- Devi Ahilya Bai Holkar Award: Presented by the Government of Maharashtra for excellence in social service.
- Indira Gandhi Memorial Award: Awarded for her deep contributions to child rights and literacy.
- Changemaker Award: Presented by the Hindustan Times for her transformative civic impact in Mumbai.
- Sahyadri Navratna Award: Conferred by Doordarshan Kendra Mumbai for empowering underprivileged children.

As a co-founder and pillar of Pratham, Ms. Lambay has also accepted premier institutional honours on behalf of the foundation:

- Best Civil Society Award by the Asian Centre for Corporate Governance & Sustainability.
- Indira Gandhi Prize for Peace, Disarmament and Development awarded to Pratham for its exceptional scale in pioneering universal literacy.

The Board believes that Ms. Farida Lambay's rich experience, strategic insights, independent perspective and deep understanding of educational and societal issues will greatly enrich the deliberations of the Board and provide invaluable guidance in furthering MKCL's initiatives for nurturing equitable, high-quality, and future-ready learning ecosystems.

Ms. Lambay shall not receive any commission from the Company. She will receive sitting fees as decided by the Board from time to time, for attending and participating in the Board Meetings, Committee Meetings as member or invitee and other meetings of the Company called upon for transacting any business of the Company. Further, she will be reimbursed expenses for travel, lodging and boarding, if any, as per Company norms, or the Company may make the necessary arrangements for the same, for attending and participating in the meetings, functions of the Company for which she has been invited to attend.

As of the date of this Notice, she does not hold any shares in the Company. She currently serves on the boards of Fortune Shipping Lines Private Limited and Asia Maritime Services Private Limited.

Ms. Lambay is not related to any Director or Key Managerial Personnel of the Company. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the said appointment.

Under the Resolution set out at Item No. 10 of the accompanying Notice, the approval of the Members is sought pursuant to the provisions of the Companies Act, 2013, for the appointment of Ms. Farida Lambay as a Director of the Company. The Board recommends the said Resolution for approval by the Members as an Ordinary Resolution.

Item No. 11 - Appointment of Dr Venkat Mayande (DIN 11848072) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.

The Nomination and Remuneration Committee and the Board of Directors, at their respective meetings held on June 19, 2026, recommended the appointment of Dr Venkat Mayande as a Director of the Company in the category of 'Professionals from various fields', with effect from October 01, 2026, pursuant to Article 58 of the Articles of Association of the Company, subject to the approval of the Members at the ensuing Annual General Meeting. Dr Mayande has been an esteemed Member of MKCL's Strategy Advisory Committee (MSAC), and the Board has benefitted from his valuable guidance and contributions in advancing the Company's strategic initiatives. He is being appointed as Director on the Board of MKCL for the first time.

Pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Dr Mayande has furnished his consent to act as a Director and has confirmed that he is not disqualified from being appointed as a Director under the provisions of the said Act. In the opinion of the Board, Dr Mayande possesses the requisite qualifications, experience, expertise, knowledge, skills, integrity and professional standing, and fulfils all the conditions specified under the Companies Act, 2013 and the rules made thereunder for his appointment as a Director of the Company. His distinguished contributions in the field of agriculture and rural development with extensive experience in agricultural research, have earned him wide respect across the country.

Dr Venkat Mayande born on July 05, 1950 (age 76 years) holds a B.Sc. (Agriculture) and a B.Tech. (Agricultural Engineering) from Dr Panjabrao Deshmukh Krishi Vidyapeeth (Dr PDKV), Akola, an M.Tech. (Agricultural Engineering) from Govind Ballabh Pant University of Agriculture and Technology, Pantnagar, and a Ph.D. (Agricultural Engineering) from the Indian Institute of Technology (IIT), Kharagpur. Throughout his distinguished academic and professional career, his areas of special interest have included agriculture, agricultural engineering, rural development, sustainable natural resource management, and technology-driven rural transformation.

Dr Venkat Mayande is Currently, Chairperson, Action for Agriculture Renewal in Maharashtra (AFARM), Pune, Immediate Past Chairman, Institution of Maharashtra Agriculture Technologists (IMAT), Pune, Member, Executive Council (Governor Nominee), Vasantrao Naik Marathawada Krishi Vidyapeeth, Parbhani, and Member, Strategic Advisory Committee, MKCL. He served as Asst. Agricultural Engineer, BAIF, Pune (1975-1977), Engineer (FP&E), FSRP/Resource Management Program, ICRISAT, Hyderabad (1978-1988), Principal Scientist & Head, Division of Resource

Management, ICAR-Central Research Institute for Dryland Agriculture, Hyderabad (1988-2005), Zonal Coordinator (KVK's), ICAR- Zone-V (United Andhra Pradesh & Maharashtra), Hyderabad (2006-2007), Vice Chancellor, Dr PDKV, Akola (2007-2012), Vice Chancellor (Officiating), MAFSU, Nagpur (2011).

Dr Venkat Mayande visited ISRAEL (1995) under world Bank project to study Micro-Irrigation systems, China (2010) to study agro-processing and marketing system, USA (2011) Cornell University, New York, and Portland State University, Oregon, under collaborative project on Agriculture & Nutrition, Bulgaria (2011) to attend international conference, Islamic Republic of Iran, Tehran (2012) to attend ICID Congress- chaired Micro-irrigation session and received country award for water saving technology by Dr PDKV, Akola, Oman (2014) as Consultant, Ministry of Agriculture and Fisheries Wealth for development of national policy on agriculture and fisheries sector.

Dr Venkat Mayande was the Principal Investigator of Indo-US network research project on 'dryland agriculture' executed in 7 states (1995-1998) and the ICAR-NATP-Mission Mode Project on 'Mechanization of dryland agriculture' executed in 10 states (2000-2005). He has published research articles in National and International journals and has 10+ patents for agricultural machinery designs licensed to 20+ industries for commercial production across the country. One of the patented designs, BBF planter, a climate resilient technology is most popular in rainfed areas across the country.

Awards: ICAR-Rafi Ahemad Kidwai Award (1996), Indian Society of Agricultural Engineers, Gold Medal (2010-11), ASPEE Gold Medal (1998), ICID-WatSave award (2011), Dewang Mehta Award (2010), Best Invention Award for drill plough by AIIES, Hyderabad (1994), Best product Invention Award for low cost zero energy vegetable preservation device by Trade Trends, Guntur (2001), Best product invention award for Mango Orchard Sprayer by Trade trends, Guntur (2002). Fellow, Indian Society of Agricultural Engineers, New Delhi (2001), Fellow, Indian Society of Dryland Agriculture, Hyderabad (1998), Emeritus Engineer Award, Western zone by Institution of Engineers (India), (2009), Emeritus Engineer Award (National) by Institution of Engineers (India), (2011), Awarded Honorary Rank of Colonel Commandant by 11 Maharashtra NCC Btln., New Delhi (2009), ISAE-Mason Vaugh Agricultural Engineering Pioneer Award (2025).

Honours: President, Indian Society of Agricultural Engineers, New Delhi (2012-15), Chairman, Research Advisory Committee, ICAR-Central Institute of Agricultural Engineering Bhopal (2018-20), Chairman, QRT, ICAR-Central Institute for Research on Cotton Technology (2012), Member, High Level (Vijay Kelkar) Committee on Regional Balance, Govt, of Maharashtra (2011-14), Member, ICAR Governing Body (2009-12), Member, Board of Management, Central Institute of Fisheries Education, Mumbai (2010-13), Member, Institute Management Committee, Central Institute of Cotton Research, Nagpur (2010-13), Member, Executive Council, Indian Agricultural University Association, New Delhi (2010-12), Member, Governing Board, Engineering Council of India, New Delhi (2012-15), Member, Scientific Advisory Committee, Tea Research Association, Kolkatta (2013-15), Member, Research Advisory Committee, ICAR-CRIDA, Hyderabad (2020), Member Secretary, QRT, CRIDA, Hyderabad (2006), Member Secretary, Institute Management Committee, CRIDA, Hyderabad (2002-05), Vice President, Indian Society of Dryland Agriculture, Hyderabad (2001-2004), Member, Academic Council, MPKV, Rahuri (2018-2021), Member, Research Planning Committee, Dr BSKKV, Dapoli (2018-2022), Founder Patron, Agricultural Machinery Manufacturer's Association of India (AMMA-India), Patron, Agricultural Implement Manufacturers Association (AIMA), Maharashtra (2018 onwards), Member, QRT, Vasantdada Sugar Institute (VSI), Pune (2025).

The Board believes that Dr Mayande's rich experience, strategic acumen, independent perspective, and deep domain expertise in agriculture, agricultural engineering, and rural development will make a significant contribution to the Board's deliberations and assist the Company in advancing its long-term strategic objectives and fulfilling its mission of leveraging knowledge and technology to create opportunities for inclusive growth and lifelong learning.

Dr Mayande shall not receive any commission from the Company. He will receive sitting fees as decided by the Board from time to time, for attending and participating in the Board Meetings, Committee Meetings as member or invitee and other meetings of the Company called upon for transacting any business of the Company. Further, he will be reimbursed expenses for travel, lodging and boarding, if any, as per Company norms, or the Company may make the necessary arrangements for the same, for attending and participating in the meetings, functions of the Company for which he has been invited to attend.

As of the date of this Notice, he does not hold any shares in the Company and is not serving as a director of any other company.

Dr Mayande is not related to any Director or Key Managerial Personnel of the Company. None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the said appointment.

Under the Resolution set out at Item No. 11 of the accompanying Notice, the approval of the Members is sought pursuant to the provisions of the Companies Act, 2013, for the appointment of Dr Venkat Mayande as a Director of the Company. The Board recommends the said Resolution for approval by the Members as an Ordinary Resolution.

Inspection of Documents

All documents referred to in the accompanying Notice and the Explanatory Statements, including the consent of the proposed appointees to act as Directors in Form DIR-2 and other statutory documents, wherever applicable, shall be available for inspection by the Members at the Registered Office of the Company during business hours between 10.00 a.m. and 4.00 p.m. on all working days (Monday to Friday), excluding public holidays, up to the date of the Annual General Meeting. The said documents shall also be available for inspection by the Members at the venue of the Annual General Meeting.

By Order of the Board
For Maharashtra Knowledge Corporation Ltd.

Sameer Pande
Managing Director
DIN: 00143616

Registered Office : ICC Trade Tower, `A' Wing, 5th Floor,
Senapati Bapat Road, Shivajinagar,
Pune 411 016, Maharashtra, INDIA.
CIN: U80302PN2001 PLC135348
Phone: +91 20 4011 4500/501
E-mail: cs@mkcl.org Website: www.mkcl.org

Pune, August 11, 2026

Maharashtra Knowledge Corporation Limited
CIN: U80302PN2001 PLC135348
Regd. Off.: ICC Trade Tower, `A' Wing, 5th Floor,
Senapati Bapat Road, Shivajinagar, Pune 411 016. INDIA.
Email id.: cs@mkcl.org; Web address: www.mkcl.org

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING HALL

I ______________________________________ (**Name**) certify that I am a registered shareholder/proxy/authorized representative for the member of the Company. I hereby record my presence at the 25th Annual General Meeting (AGM) of the Company at the Registered Office of the Company at **ICC Trade Tower, `A' Wing, 5th Floor, Senapati Bapat Road, Shivajinagar, Pune 411016, Maharashtra, INDIA, on Monday, the 21st day of September, 2026 at 11.00 a.m.**

Folio No./ Client Id No. ______________________ No. of Shares held: _________________

DP Id No. ______________________________

Signature ______________________________

Note: Members are requested to bring their copies of the Annual Report to the AGM.

Form No. MGT-11
Proxy form
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the company: Maharashtra Knowledge Corporation Limited (MKCL)
CIN: U80302PN2001PLC135348
Registered office: ICC Trade Tower, `A' Wing, 5th Floor, Senapati Bapat Road, Shivajinagar, Pune 411016.
Email id.: cs@mkcl.org; **Web address:** www.mkcl.org

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No. /Client Id:	DP Id:

I/We, being the member (s) of ………… shares of the above named company, hereby appoint

1. Name:
   Address:
   E-mail Id:
   Signature: , or failing him
2. Name:
   Address:
   E-mail Id:
   Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25th Annual General Meeting of the Company, to be held on Monday, the 21st day of September 2026 at 11:00 a.m. at the Registered Office of the Company at ICC Trade Tower, `A' Wing, 5th Floor, Senapati Bapat Road, Shivajinagar, Pune 411016, Maharashtra, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	**Resolution**	**Vote *(Optional, see Note 2) (Please mention no. of shares)***	
		For	**Against**
Ordinary Business			
1	Adoption of Financial Statements		
2	Declaration of Dividend		
3	Director retiring by rotation – Professor (Dr.) Sanjeev Sonawane		
4	Director retiring by rotation – Professor (Dr.) Vijay Maheshwari		
5	Approval of terms of remuneration of Auditors		
Special Business			
6	Ratification of remuneration to Cost Auditors.		
7	Alteration of Article 58(j) of the Articles of Association of the Company regarding process of appointment/re-appointment of Professional Directors.		
8	Re-appointment of Dr Deepak Phatak (DIN: 00046205) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.		
9	Appointment of Dr Ajit Ranade (DIN 00918651) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.		
10	Appointment of Ms. Farida Lambay (DIN 02438604) as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.		
11	Appointment of Dr Venkat Mayande (DIN 11848072)		

Resolution No.	Resolution	Vote *(Optional, see Note 2)* *(Please mention no. of shares)*	
		For	Against
	as Director in the category of 'Professionals from various fields' on the Board of the Company w.e.f. October 01, 2026.		

Signed this _____ day of______________________, 2026.

Affix revenue stamp of not less than Re.1/-

________________________ ________________________

Signature of member *Signature of proxy holder(s)*

Notes:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting (on or before Saturday, September 19, 2026 at 11.00 a.m. IST).
2. It is optional to indicate your preference. If you leave the 'for' or 'against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as she/he may deem appropriate.

Annexure I

INSTRUCTIONS FOR REMOTE E-VOTING

1) The instructions for shareholders voting electronically are as under:

A) Members whose names appear in the Register of Members (in case of physical shareholding)/List of Beneficial Owners (in case of electronic shareholding) as on Thursday, September 17, 2026 at 04:00 p.m. IST can attend the 25th AGM and shall be entitled to vote in respect of the shares held, by availing the facility of remote e-voting or physical voting. A person who is not a member as on Thursday, September 17, 2026 at 04:00 p.m. IST should treat the Notice of 25th AGM for information purposes only.

B) The e-voting period commences on **Friday, September 18, 2026 (9:00 a.m. IST) and ends on Sunday, September 20, 2026 (5:00 p.m. IST)**. During this period, members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on Thursday, September 17, 2026 at 04:00 p.m. IST may cast their votes electronically. The e-voting module will be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date. The facility to vote physically shall be given at the AGM to members physically present at the venue.

C) The Board of Directors have appointed CS Mamta Phalak (COP 25690) of M/s Mamta Phalak & Associates, Company Secretaries, Pune as the Scrutinizer for conducting the remote e-voting and physical voting process in a fair and transparent manner and he has communicated his willingness to be appointed as a Scrutinizer.

D) The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the voting through remote e-voting and physical voting, not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the RTA and will also be displayed on the Company's website, www.mkcl.org. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM i.e. September 21, 2026.

E) Instructions for e-voting:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

(i) The voting period begins on <Date and Time> and ends on <Date and Time>. 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 <Record Date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

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

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

Type of shareholders	Login Method
	3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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.com or call at : 022 - 4886 7000 and 022 - 2499 7000

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

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

2) Click on "Shareholders" module.

3) Now enter your User ID

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

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

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

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

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

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

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

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

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

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

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

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

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

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

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

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

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

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

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911