LIGHT UP THE WORLD

FIEM INDUSTRIES LIMITED

Registered Office: Unit No. 1A & 1C, First Floor, Commercial Towers,
Hotel JW Marriott, Aerocity, New Delhi-110037
Tel: +91-9821795327/28/29/30, **Email:** investor@fiemindustries.com
Website: www.fiemindustries.com **CIN:** L36999DL1989PLC034928

NOTICE OF 37TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 37TH ANNUAL GENERAL MEETING (AGM) of the Members of Fiem Industries Limited will be held on **Friday, July 31, 2026 at 10.30 a.m.** through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt the audited standalone financial statements and audited consolidated financial statements of the Company for the Financial Year ended March 31, 2026, the reports of the Board of Directors and Auditors thereon, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT the audited standalone financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon and audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare a Final Dividend of Rs. 40/- per equity share for the Financial Year 2025-26, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT final dividend at the rate of Rs. 40/- (Rupees Forty) per equity share of Rs. 10/- (Rupees Ten) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026 and the same be paid out of the profits of the Company."

3. To appoint a Director in place of Mr. Rahul Jain (DIN:00013566), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. Rahul Jain (DIN:00013566),** who retires by rotation at this meeting, be and is hereby re-appointed as a Director of the Company."

4. To appoint a Director in place of Ms. Aanchal Jain (DIN:00013350), who retires by rotation at this Annual General Meeting and being eligible, has offered herself for re-appointment, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Ms. Aanchal Jain (DIN:00013350),** who retires by rotation at this meeting, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESS

5. To ratify the remuneration of the Cost Auditors for the Financial Year 2026-27, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 ("Act") read with Rule 14 and other applicable rules of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of Rs. 3.50 Lakh plus out of pocket expenses as recommended by the Audit Committee and approved by the Board of Directors while appointing M/s Jay Narain & Co., Cost Accountants (FRN: 004576), to conduct the Cost Audit of the cost records maintained by the Company for the Financial Year 2026-27, be and is hereby ratified.

RESOLVED FURTHER THAT Managing Director, Chief Financial Officer and Company Secretary of the Company be and are hereby individually authorized to do all acts, things and deeds and to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To approve the re-designation and appointment of Mr. Jagjeevan Kumar Jain (DIN:00013356), as 'Executive Chairman' (Key Managerial Personnel) of the Company in the Category of Whole-time Director, and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT in supersession of the earlier Resolution dated July 31, 2025 passed by the Members of the Company in 36th Annual General Meeting, and pursuant to provisions of Sections 196, 197, 198, 203 and Schedule V of the Companies Act, 2013 ('Act') and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and in terms of Articles of Association of the Company, and as recommended by the Nomination & Remuneration Committee and approved by the Board, the approval of the Members of the Company be and is hereby accorded for the re-designation and appointment of Mr. Jagjeevan Kumar Jain (DIN: 00013356) as 'Executive Chairman' (Key Managerial Personnel) of the Company in the category of Whole-time Director, effective from June 1, 2026, for the remainder of his current term ending on August 6, 2030, on the terms and conditions, as mentioned hereunder:

(a) **Gross Salary: Rs. 20,00,000/- (Rupees Twenty Lakh) per month;**

(b) **Other Benefits, Perquisites & Allowances:**
In addition to the Gross Salary, he will be entitled to:
- **(i)** Health Insurance, Personal Accident Insurance, hospitalization & medical expenses and other perquisites in accordance with the Rules of the Company or as may be decided by the Nomination & Remuneration Committee of the Company;
- **(ii)** Company provided car with driver facility;
- **(iii)** Leave Encashment and Gratuity in accordance with the Rules of the Company read with 'The Code on Social Security, 2020' and Rules made thereunder;
- **(iv)** Telephone / Mobile phone facility.

RESOLVED FURTHER THAT the Board of Directors of the Company may further revise the remuneration during his term as they may deem fit and proper, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Jagjeevan Kumar Jain shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT Mr. Jagjeevan Kumar Jain shall not be liable to retire by rotation within the meaning of Section 152 of the Companies Act, 2013.

RESOLVED FURTHER THAT Mr. O.P. Gupta, Chief Financial Officer and Mr. Arvind K. Chauhan, Company Secretary of the Company, be and are hereby severally authorized to file such requisite applications, representations, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution, including filing of requisite e-forms to the Registrar of Companies."

7. To approve the re-designation and appointment of Mr. Rahul Jain (DIN:00013566), as 'Managing Director' (Key Managerial Personnel) of the Company and to approve revision in his remuneration, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT in supersession of the earlier Resolution dated July 31, 2025 passed by the Members of the Company in 36th Annual General Meeting, and pursuant to provisions of Sections 196, 197, 198, 203 and Schedule V of the Companies Act, 2013 ('Act') and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and in terms of Articles of Association of the Company, and as recommended by the Nomination & Remuneration Committee and approved by the Board, the approval of the Members of the Company be and is hereby accorded for the re-designation and appointment of Mr. Rahul Jain (DIN: 00013566) as 'Managing Director' (Key Managerial Personnel) of the Company, effective from June 1, 2026, for the remainder of his current term ending on September 30, 2030 on the terms and conditions, as mentioned hereunder:

(a) **Revised Gross Salary:** Rs. 22,00,000/- (Rupees Twenty-Two Lakh) per month (w.e.f. April 1, 2026);

(b) **Other Benefits, Perquisites & Allowance:**
In addition to the Gross Salary, he will be entitled to:
- **(i)** Health Insurance, Personal Accident Insurance and other perquisites in accordance with the Rules of the Company or as may be decided by the Nomination & Remuneration Committee of the Company;
- **(ii)** Company provided car with driver facility;
- **(iii)** Leave Encashment and Gratuity in accordance with the Rules of the Company read with 'The Code on Social Security, 2020' and Rules made thereunder;
- **(iv)** Telephone / Mobile phone facility.

RESOLVED FURTHER THAT the revised Gross Salary of Rs. 22,00,000/- per month will be effective from April 1, 2026 and the Board of Directors of the Company may further revise the remuneration during his term as they may deem fit and proper, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Rahul Jain shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Rahul Jain shall be liable to retire by rotation, however his rotational retirement and re-appointment at the same Annual General Meeting shall not be deemed to constitute a break in his term as Managing Director.

RESOLVED FURTHER THAT Mr. O.P. Gupta, Chief Financial Officer and Mr. Arvind K. Chauhan, Company Secretary of the Company, be and are hereby severally authorized to file such requisite applications, representations, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution, including filing of requisite e-forms to the Registrar of Companies."

8. To approve the re-designation of Ms. Aanchal Jain (DIN:00013350) as 'Joint Managing Director' of the Company in the category of Whole-time Director and to approve her re-appointment for another term of five years and also to approve revision in her remuneration and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013 ('Act') and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and in terms of Articles of Association of the Company, and as recommended by the Nomination & Remuneration Committee and approved by the Board, the approval of the Members of the Company be and is hereby accorded for the following:

1) Re-designation of Ms. Aanchal Jain as 'Joint Managing Director' in the category of Whole-time Director effective from June 1, 2026;

2) Re-appointment of Ms. Aanchal Jain as Joint Managing Director in the category of Whole-time Director for a further term of five (5) years commencing from April 1, 2027, on the terms and conditions, as mentioned hereunder:

(a) **Revised Gross Salary:** Rs. 15,00,000/- (Rupees Fifteen Lakh) per month (w.e.f. April 1, 2026);

(b) **Other Benefits, Perquisites & Allowance:**
In addition to the Gross Salary, she will be entitled to:
- **(i)** Health Insurance, Personal Accident Insurance and other perquisites in accordance with the Rules of the Company or as may be decided by the Nomination & Remuneration Committee of the Company;
- **(ii)** Company provided car with driver facility;
- **(iii)** Leave Encashment and Gratuity in accordance with the Rules of the Company read with 'The Code on Social Security, 2020' and Rules made thereunder;
- **(iv)** Telephone / Mobile phone facility.

RESOLVED FURTHER THAT the revised Gross Salary of Rs. 15,00,000/- per month will be effective from April 1, 2026 and the Board of Directors of the Company may further revise the remuneration during her term as they may deem fit and proper, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Ms. Aanchal Jain shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Aanchal Jain shall be liable to retire by rotation, however her rotational retirement and re-appointment at the same Annual General Meeting shall not be deemed to constitute a break in her term.

RESOLVED FURTHER THAT Mr. O.P. Gupta, Chief Financial Officer and Mr. Arvind K. Chauhan, Company Secretary of the Company, be and are hereby severally authorized to file such requisite applications, representations, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution, including filing of requisite e-forms to the Registrar of Companies."

9. To approve the re-appointment of Mrs. Seema Jain (DIN:00013523) as Whole-time Director of the Company for another term of five years, and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013 ('Act') and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and in terms of Articles of Association of the Company, and as recommended by the Nomination & Remuneration Committee and approved by the Board, the approval of the Members of the Company be and is hereby accorded for re-appointment of Mrs. Seema Jain (DIN 00013523), as Whole-time Director of the Company for a period of five years w.e.f. April 1, 2027, on the following terms and conditions:-

(a) **Gross Salary:** Rs. 10,00,000/- (Rupees Ten Lakh) per month;

(b) **Other Benefits, Perquisites & Allowance:**
In addition to the Gross Salary, she will be entitled to:
- **(i)** Health Insurance, Personal Accident Insurance and other perquisites in accordance with the Rules of the Company or as may be decided by the Nomination & Remuneration Committee of the Company;
- **(ii)** Company provided car with driver facility;
- **(iii)** Leave Encashment and Gratuity in accordance with the Rules of the Company read with 'The Code on Social Security, 2020' and Rules made thereunder;
- **(iv)** Telephone / Mobile phone facility.

RESOLVED FURTHER THAT the Board of Directors of the Company may further revise the remuneration during her term as they may deem fit and proper, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mrs. Seema Jain shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Seema Jain shall be liable to retire by rotation, however her rotational retirement and re-appointment at the same Annual General Meeting shall not be deemed to constitute a break in her term.

RESOLVED FURTHER THAT Mr. O.P. Gupta, Chief Financial Officer and Mr. Arvind K. Chauhan, Company Secretary of the Company, be and are hereby severally authorized to file such requisite applications, representations, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution, including filing of requisite e-forms to the Registrar of Companies."

10. To approve the re-appointment of Mr. Kashi Ram Yadav (DIN:02379958) as Whole-time Director of the Company for another term of three years and approve the revision in his remuneration and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013 ('Act') and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force) and in terms of Articles of Association of the Company, and as recommended by the Nomination & Remuneration Committee and approved by the Board, the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Kashi Ram Yadav (DIN: 02379958), as Whole-time Director of the Company for a period of three years w.e.f. October 25, 2026, on the terms and conditions, as mentioned hereunder:

(a) Revised Gross Salary: Rs. 13,00,000/- (Rupees Thirteen Lakh) per month (w.e.f April 1, 2026);

(b) Other Benefits, Perquisites & Allowance:
In addition to the Gross Salary, he will be entitled to:
- **(i)** Contribution to Provident Fund, Bonus, Health Insurance, Personal Accident Insurance and other perquisites in accordance with the Rules of the Company or as may be decided by the Nomination & Remuneration Committee of the Company;
- **(ii)** Company provided car with driver facility;
- **(iii)** Leave Encashment and Gratuity in accordance with the Rules of the Company read with 'The Code on Social Security, 2020' and Rules made thereunder;
- **(iv)** Telephone / Mobile phone facility.

RESOLVED FURTHER THAT the revised Gross Salary of Rs. 13,00,000/- per month will be effective from April 1, 2026 and the Board of Directors of the Company may further revise the remuneration during his term as they may deem fit and proper, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Kashi Ram Yadav shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Kashi Ram Yadav shall be liable to retire by rotation, however his rotational retirement and re-appointment at the same Annual General Meeting shall not be deemed to constitute a break in his term.

RESOLVED FURTHER THAT Mr. O.P. Gupta, Chief Financial Officer and Mr. Arvind K. Chauhan, Company Secretary of the Company, be and are hereby severally authorized to file such requisite applications, representations, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution, including filing of requisite e-forms to the Registrar of Companies."

11. To approve the revision in the remuneration of Mr. Rajesh Sharma (DIN:08650703), Joint Managing Director of the Company in the category of Whole-time Director, and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013 ('Act') and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force), and as recommended by the Nomination & Remuneration Committee and approved by the Board, the approval of the Members of the Company be and is hereby accorded for the revision in remuneration of Mr. Rajesh Sharma (DIN:08650703), Joint Managing Director of the Company in the category of Whole-time Director, as mentioned hereunder:

(a) Revised Gross Salary: Rs. 30,00,000/- (Rupees Thirty Lakh) per month (w.e.f April 1, 2026);

(b) Other Benefits, Perquisites & Allowance:
In addition to the Gross Salary, he will be entitled to:
- **(i)** Health Insurance, Personal Accident Insurance and other perquisites in accordance with the Rules of the Company or as may be decided by the Nomination & Remuneration Committee of the Company;
- **(ii)** Company provided car with driver facility;
- **(iii)** Leave Encashment and Gratuity in accordance with the Rules of the Company read with 'The Code on Social Security, 2020' and Rules made thereunder;
- **(iv)** Telephone / Mobile phone facility.

RESOLVED FURTHER THAT the revised Gross Salary of Rs. 30,00,000/- per month will be effective from April 1, 2026 and the Board of Directors of the Company may further revise the remuneration during his term as they may deem fit and proper, so that remuneration payable shall not exceed the permissible limits specified under Section 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Rajesh Sharma shall be governed by Schedule V read with other applicable provisions of the Companies Act, 2013 or any modification(s) thereof.

RESOLVED FURTHER THAT Mr. O.P. Gupta, Chief Financial Officer and Mr. Arvind K. Chauhan, Company Secretary of the Company, be and are hereby severally authorized to file such requisite applications, representations, documents, e-forms as may be required and to do all such acts, deeds and things as may be deemed necessary for the purpose of giving effect to this resolution, including filing of requisite e-forms to the Registrar of Companies."

By Order of the Board
For Fiem Industries Ltd.
Sd/-
Arvind K. Chauhan
Company Secretary
Memb. No. F7694

Place: Gurugram
Dated: May 30, 2026

NOTES:

A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting forms part of this Notice.

General instructions for accessing and participating in the AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting:

(a) Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated 22nd September, 2025 read with other relevant circulars referred therein (MCA Circulars) has permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.

(b) In terms of the provisions of Section 152 of the Act, Mr. Rahul Jain, Joint Managing Director and Ms. Aanchal Jain, Whole-time Director, are retiring by rotation at this Meeting. Being eligible, they have offered themselves for re-appointment and the Nomination & Remuneration Committee and the Board of Directors of the Company recommend their respective re-appointments.

(i) Mr. Rahul Jain and Ms. Aanchal Jain, themselves, their relatives (including Promoters and Promoter Group), to the extent of their shareholding interest, may deemed to be interested in the resolutions set out at Item No. 3 and No. 4 of the Notice.

(ii) Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 4 of the Notice.

(c) Company has engaged M/s MUFG Intime India Pvt. Limited (MUFG Intime) for providing facility for voting through remote e-Voting, VC/OAVM Facility for convening the AGM and e-Voting during the AGM.

(d) Section 101 and 136 of the Companies Act, 2013 read with the Rules made thereunder, allow the listed companies to send the Notice of Annual General Meeting and the Annual Report, including Financial Statements, Director's Report, etc. by electronic mode.

(e) In compliance with the MCA Circulars and applicable Listing Regulations, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a letter providing a web-link and a QR code for accessing the Notice of the AGM and the Annual Report on website of the Company, is being sent through post to those members who have not registered their email IDs.

(f) The Notice of the AGM and Annual Report will be available on the website of the Company at **www.fiemindustries.com** under Investor section, on the website of BSE at **www.bseindia.com** and NSE at **www.nseindia.com**. The Notice of the AGM will also be available on the website of MUFG Intime at **https://instavote.linkintime.co.in**

(g) In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the corporate and institutional Members may be appointed for the purpose of voting through remote e-Voting, for participation in the AGM through VC/OAVM Facility and e-Voting during the AGM.

(h) Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting or e-voting during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to **csranjana@ranjanagupta.in** with copies marked to the Company at **investor@fiemindustries.com** and to e-voting service provider i.e. MUFG Intime at **enotices@in.mpms.mufg.com.**

(i) Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

(j) Members may join the AGM through VC/OAVM Facility by following the procedure as mentioned in this Notice, the joining window will be opened for the Members at least 15 minutes before the scheduled time to start the AGM and will be closed not earlier than 15 minutes after the scheduled time to start the AGM.

(k) Members may note that the VC/OAVM Facility, provided by MUFG Intime, allows participation of at-least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the AGM without any restriction on account of first-come-first-served principle.

(l) Attendance of the Members participating in the AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

(m) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circulars, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-Voting system during the AGM, if they have not exercised their vote through remote e-voting.

(n) Brief details of the Directors, for whom resolutions for appointment/ re-appointment / change in designation / change in remuneration are moved at the AGM, are annexed hereto as per requirement of Regulation 36 of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India. Requisite declarations have also been received from the Directors for seeking appointment/re-appointment.

(o) Pursuant to the provisions of Regulation 42 of the Listing Regulations, as amended, Company has fixed **Friday, July 24, 2026,** as Record Date for determining the entitlement of members for final dividend for FY 2025-26 on Equity Shares, if declared at the AGM.

(p) Subject to the provisions of Section 126 of the Companies Act, 2013 dividend on equity shares, if declared at the AGM, will be credited/ dispatched to the shareholders on or before August 14, 2026 as under:

(i) To all those beneficial owners holding shares in electronic form, as per the beneficial ownership data as may be made available to the Company by National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) as of the end of the day on Friday, July 24, 2026; and

(ii) To all those members holding shares in physical form, after giving effect to all the valid share transmission and transpositions, lodged with the Company/ RTA (i.e. MUFG Intime India Pvt Ltd.) on or before the closing hours on Friday, July 24, 2026.

(q) Mandatory Electronic Payment of Dividend:

With effect from November 18, 2025, dividends shall be processed only in electronic mode, and payment through dividend warrants or cheques has been discontinued.

Payment shall be made subject to:

- Folio being KYC compliant, i.e., PAN, contact details including Mobile No., bank account details and specimen signature is registered with the Company/ RTA (for shareholders holding shares in physical form)
- Updating of bank details with DPs (for shareholders holding shares in dematerialized form)

[SEBI Master Circular no. SEBI/HO/38/13/(4)2026-MIRSDPOD/I/4298/2026 dated February 6, 2026 read with SEBI Listing Regulations]

[For Physical Folio KYC requirements, SEBI FAQs can also referred by accessing following link: **https://www.sebi.gov.in/sebi_data/faqfiles/jan-2026/1767611333081.pdf** *(FAQ No. 47 & 48)]*

for ease of reference, the above FAQS are reproduced below:

Updation of PAN, KYC Details and Choice of Nomination in physical folios

47) What are the fields which are required to be updated with an RTA by an investor holding securities in physical form?

i. *PAN*
ii. *Postal address with PIN*
iii. *Mobile number*
iv. *E-mail address* (recommended but not compulsory)*
v. *Bank account details (bank name and branch, bank account number, IFS Code)*
(please use the Form ISR-1 for providing the above details)
vi. *Nomination (Form SH-13) or the declaration to opt out (Form ISR-3)*
vii. *Specimen signature (Form ISR-2)*

**All notification from Company including AGM, EGM etc., are sent only by e-mail to shareholders.*

48) What would be the effect if I do not update all or any of the fields as provided above in Q. No. 47?

The security holder(s), whose folio(s) do not have PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible:

- *to lodge grievance or avail any service request from the RTA only after furnishing PAN and Contact Details including Mobile Number, Bank Account Details and Specimen Signature.*
- *for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 01, 2024. An intimation shall be sent by the Listed Company to the security holder that such payment is due and shall be made electronically only upon furnishing PAN and Contact Details including Mobile Number, Bank Account Details and Specimen Signature.*

(r) As per the provisions of the Income Tax Act, 2025 ("the IT Act"), dividend income is taxable in the hands of members and the Company is required to deduct tax at source ("TDS") from dividend paid to members at the prescribed rates. Therefore, Members are requested to complete/ update their Residential Status, PAN, Category as per the IT Act with their Depository Participants or in case shares are held in physical form, with RTA. Further, to submit the applicable Form 121/41 under the IT Act and other applicable documents, members can visit the website of our RTA, MUFG Intime India Pvt. Ltd. at the link **https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html.** For the prescribed rates for various categories, the shareholders are requested to refer to Income Tax Act and amendments thereof. For General guidance, Members may refer to the "General Guidance on Tax Deductible at Source on Dividend" appended to this Notice.

(s) Inspection of Documents:

(i) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ("Act") and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

(ii) All documents referred to in the Notice will be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. July 31, 2026.

(iii) Members seeking to inspect such documents can send an email at **investor@fiemindustries.com.**

(t) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details as under:

(i) For shares held in electronic form: as per process advised by their Depositary Participant (DP);

(ii) For shares held in physical form: to the Company/ RTA in prescribed Form ISR-1 and other forms.

[SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/ CIR/2023/169 dated October 12, 2023 read with SEBI Master Circular No. HO/38/13/(4)2026-MIRSDPOD/I/4298/2026 dated February 6, 2026]

(u) Dematerialization of Shares: SEBI has mandated the listed companies to process all service requests* for related to securities of the Company in dematerialized form only.

** Service Request means:*
Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition.

Further, members may please note that with effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/ RTA while processing service request. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List.

[SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026]

(v) Members holding shares in physical form must keep their KYC details updated in all folio(s) by submitting the prescribed Form and requisite documents to RTA and are strongly recommended to convert their physical shareholding into dematerialized form at earliest convenience.

(w) As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier Nomination & record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website **https://fiemindustries.com/investor-services-forms/**

(x) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.

(y) SEBI has established a common Online Dispute Resolution Portal ("ODR Portal **https://smartodr.in/login"**) to raise disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances with the RTA/Company directly and through SCORES platform, the investors can initiate dispute resolution through the ODR Portal. Link to access ODR portal is available on Company's website **https://fiemindustries.com/email-for-shareholder-grievance-and-contact-infoln** compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to its members the facility to exercise their right to vote through remote e-voting. The facility of casting the votes by the members using an electronic voting system from any place before the AGM ("remote e-voting") will be provided by MUFG Intime India Pvt. Ltd. (MUFG INTIME).

REMOTE E-VOTING FACILITY AND E-VOTING SYSTEM DURING THE AGM

1. Please note that the remote e-voting is entirely optional for the shareholder(s) and that the shareholder(s) can opt only for one mode of voting. If a shareholder has opted for remote e-voting, then he/she/it should not vote again by e-voting during the AGM.
2. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to vote again during the AGM.
3. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date i.e. July 24, 2026.**
4. The remote e-voting period commences on July 27, 2026 (10:00 AM) and ends on July 30, 2026 (5.00 PM). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. July 24, 2026, may cast their vote through remote e-voting. The remote e-voting module shall be disabled by MUFG INTIME for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
5. Mrs. Ranjana Gupta, Proprietor of M/s. Ranjana Gupta & Associates, Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.
6. In addition to the 'remote e-voting' facility before the AGM, the shareholders will also be provided the facility of e-voting during the AGM. The Chairman shall, after completion of response to the questions raised by the Members in advance or as a speaker at the AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the AGM and will inform about the e-voting system. After casting of votes by the Members participating in AGM through VC/OAVM Facility, the e-voting will be closed with the formal announcement of closure of the AGM.
7. The Scrutinizer, after scrutinizing the votes cast through remote e-voting and e-voting at AGM, within 48 hours of conclusion of the Meeting, will make a consolidated scrutinizer's report and submit the same to the Chairman. The result declared along with the consolidated scrutinizer's report shall be placed on the website of the Company **www.fiemindustries.com** and on the website of MUFG INTIME. The result shall simultaneously be communicated to the Stock Exchanges.
8. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. July 31, 2026.

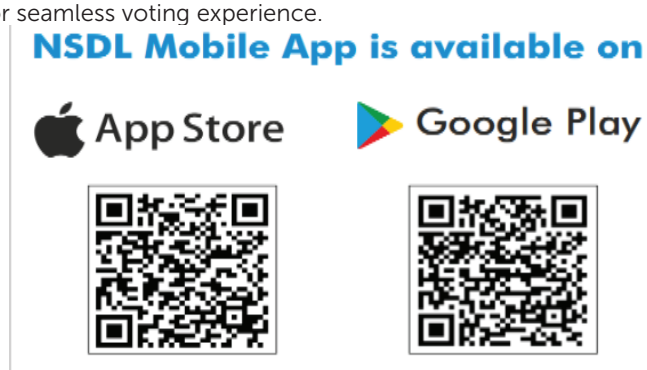
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REMOTE E-VOTING INSTRUCTIONS
For Individual Shareholders Holding Shares in Demat Mode

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are also allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

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

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with "NSDL "Shareholders holding securities in demat mode with "NSDL"	**1. For OTP based login:** **(a)** You can click on: **https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.** **(b)** You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. **(c)** Enter the OTP received on registered email id/mobile number and click on login. **(d)** Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see "e-Voting services" under "Value added services". Click on "Access to e-Voting" under e-Voting services. **(e)** Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. **2. Existing IDeAS User:** **(a)** Visit URL: **https://eservices.nsdl.com** and click on "Beneficial Owner" icon under "IDeAS Login Section". **(b)** Enter IDeAS User ID, Password, Verification code & click on "Log-in". **(c)** Post successful authentication, you will be able to see e-Voting services under "Value added services" section. Click on "Access to e-Voting" under e-Voting services. **(d)** Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. **3. Non-existing IDeAS User:** **(a)** To register, visit URL**: https://eservices.nsdl.com** and select "Register Online for IDeAS Portal" or click on **https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp** **(b)** Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit". **(c)** Enter the last 4 digits of your bank account / generate 'OTP'. **(d)** Post successful registration, user will be provided with Login ID and password. **(e)** Follow steps given above in above point #2 Existing IDeAS User. **4. Visit the e-Voting website of NSDL:** **(a)** Visit URL: **https://www.evoting.nsdl.com** **(b)** Click on the "Login" tab available under 'Shareholder/Member' section. **(c)** Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login". **(d)** Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services. **(e)** Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. **5. "NSDL Speede" Mobile App:** Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. 

Individual Shareholders holding securities in <u>demat mode</u> with "CDSL"	**1. <u>For OTP based login:</u>** **(a)** Visit URL**: https://www.cdslindia.com** **(b)** Go to e-voting tab. **(c)** Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit". **(d)** System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account. **(e)** Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. **2. <u>CDSL Easi / Easiest facility (Registered User):</u>** **(a)** Visit URL: **<u>https://web.cdslindia.com/myeasitoken/Home/Login</u>** or Visit URL: **<u>www.cdslindia.com</u>** click on "Login" and select "My Easi New (Token)". **(b)** Enter existing username, Password & click on "Login". **(c)** Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. **3. <u>CDSL Easi / Easiest facility (Non-Registered User):</u>** **(a)** To register, visit URL: **<u>https://web.cdslindia.com/myeasitoken/Home/EasiRegistration/</u>** **<u>https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration</u>** **(b)** Proceed with updating the required fields for registration. **(c)** Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in above point #2 <u>CDSL Easi / Easiest facility (Registered User).</u>
Individual Shareholders (holding securities in demat mode) login through their depository participants	Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility. **(a)** Login to DP website. **(b)** After Successful login, user shall navigate through "e-voting" option. **(c)** Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature. **(d)** Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

REMOTE E-VOTING INSTRUCTIONS FOR:
(i) Individual Shareholders Holding Shares in Physical Mode
(ii)Non-Individual Shareholders Holding Securities in Demat Mode

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

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: **<u>https://instavote.linkintime.co.in</u>** & click on **"Login"** under 'SHARE HOLDER' tab.

b) Enter details as under:
1. User ID: Enter User id*
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".
   (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

<u>*User ID of a shareholder is as under:</u>
- NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.
- CDSL demat account – User ID is 16 Digit Beneficiary ID.
- Shareholders holding shares in physical form – User ID is 260306 + Folio Number e.g. '0000123' registered with the Company.

Shareholders not registered for INSTAVOTE facility:

a) **Visit URL: https://instavote.linkintime.co.in** & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID*
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
   - Shareholders, holding shares in **NSDL form,** shall provide 'point 4' above.
   - Shareholders, holding shares in **CDSL form,** shall provide 'point 3' or 'point 4' above.
   - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b) Shareholders registered for INSTAVOTE facility.

***User ID of a shareholder is as under:**

- NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.
- CDSL demat account – User ID is 16 Digit Beneficiary ID.
- Shareholders holding shares in physical form – User ID is 260306 + Folio Number e.g. '0000123' registered with the Company.

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at csranjana@ranjanagupta.in with a copy marked to RTA at **enotices@in.mpms.mufg.com** and the company at **investor@fiemindustries.com**

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

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: **https://instavote.linkintime.co.in**

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to **insta.vote@linkintime.co.in**

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: **https://instavote.linkintime.co.in** and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) 'Investor's Name - Enter Investor's Name as updated with DP.
3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE:
File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.
Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: **https://instavote.linkintime.co.in** and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: **https://instavote.linkintime.co.in** and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at **csranjana@ranjanagupta.in** with a copy marked to RTA at **enotices@in.mpms.mufg.com** and the company at **investor@fiemindustries.com**

INSTAVOTE HELPDESK:

FOR SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE / NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

In case of any technical issue:
Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at **enotices@in.mpms.mufg.com** or contact on: - Tel: 022 – 4918 6000.

In case of forgot the USER ID* [Login ID] or Password or both:
Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: **https://instavote.linkintime.co.in**

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

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

***User ID of a shareholder is as under:**

- NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.
- CDSL demat account – User ID is 16 Digit Beneficiary ID.
- Shareholders holding shares in physical form – User ID is 260306 + Folio Number e.g. '0000123' registered with the Company.

FOR CUSTODIAN / CORPORATE BODY/ MUTUAL FUND

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

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

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

NSDL & CDSL HELPDESK:

FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

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

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:
Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions – Shareholders:
- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

PROCESS AND MANNER FOR ATTENDING THE AGM THROUGH INSTAMEET:

a) Visit URL: **https://instameet.in.mpms.mufg.com** & click on **"Login".**

b) Select the "Company Name" **"Fiem Industries Limited"** and register with your following details:

c) Select Check Box - **Demat Account No. / Folio No. / PAN.**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting".

You are now registered for InstaMeet, and your attendance is marked for the meeting.

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INSTRUCTIONS FOR SHAREHOLDERS TO SPEAK DURING THE GENERAL MEETING THROUGH INSTAMEET:

1. Shareholders who would like to speak during the meeting must register their request latest by 5.00 p.m. (IST), July 24, 2026 with the company by sending email at **investor@fiemindustries.com** from their registered email address mentioning their name, DP ID and Client ID / Folio No., No. of Shares, PAN and mobile No.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
3. Shareholders will receive **"speaking serial number"** once they mark attendance for the meeting. Please remember speaking serial number while start your conversation with panellist by switching on video mode and audio of your device.
4. Other shareholder may ask questions to the panellist via active chat-board during the meeting.
5. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of the time at the AGM.
6. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

INSTRUCTIONS FOR SHAREHOLDERS TO VOTE DURING THE GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on link "Cast your vote".

2. Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

3. Click on 'Submit'.

4. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

5. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

6. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Notes:

- Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.
- Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.
- Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.
- Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.
- Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

continued on next page....

Explanatory Statement in respect of Special Business pursuant to Section 102(1) of the Companies Act, 2013 ("The Act")

ITEM NO. 5

To ratify the remuneration of the Cost Auditors for the Financial Year 2026-27:

On the recommendation of the Audit Committee, the Board of Directors in its meeting held on May 30, 2026 has appointed M/s Jay Narain & Co., Cost Accountants (FRN: 004576), as the Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year 2026-27 at a remuneration of Rs. 3.50 Lakh plus applicable taxes and out of pocket expenses. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to Cost Auditor needs to be ratified by the Members of the Company.

Accordingly, ratification by the Members is required for the remuneration payable to the Cost Auditor for the financial year 2026-27.

M/s Jay Narain & Co., Cost Accountants have furnished a certificate regarding their eligibility for appointment as Cost Auditor of the Company.

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

The Board of Directors recommend the passing of the Resolution as set out at **Item No. 5** as an **Ordinary Resolution.**

Item No. 6

To approve the re-designation and appointment of Mr. Jagjeevan Kumar Jain (DIN:00013356), as 'Executive Chairman' (Key Managerial Personnel) of the Company in the Category of Whole-time Director.

Mr. Jagjeevan Kumar Jain (J.K. Jain) is one of the founder-promoters of the Company and has been associated with the Company since its inception as promoter Director. With an illustrious entrepreneurship journey of over five decades in the automotive lighting industry, he has been the primary architect of the Company's growth and market leadership. He graduated from University of Delhi.

From the beginning, he is deeply involved in every function of the Company with passion of growth and vision. It is because of his passion, hard work and growth-oriented approach that a company, which was started with a single small-scale unit, today has 9 world class manufacturing units spread across India and cater to marque Indian and Global Automobile OEMs, especially in two-wheeler segment. He has a clear vision to become self-reliant in R&D, Design, Development, Technology and Testing Infrastructure with a clear focus to develop in-house and backward integrated and innovative solutions to serve the customers with latest technology lighting products and a firm believer of in-house technology capabilities. Striving to be self-reliant on R&D and Technology front, Company has set-up R&D Centre, Design Centers and Photometric Laboratories, EMC/EMI Laboratory in India and Design Centers in Italy and Japan.

Because of untiring efforts of Mr. J.K. Jain, today Company stand on the present scale of operations with strong financials. It is because of his financial prudence that today, Company has a zero-debt status with strong cash reserves.

To ensure a robust succession planning and implementation of next line of leadership, and to allow Mr. Jain to focus on high-level strategic initiatives and leadership mentoring, it is proposed that he should now play his role as Executive Chairman.

Accordingly, Nomination & Remuneration Committee (NRC) in its meeting held on May 30, 2026 considered and recommended to re-align the designation of Mr. J.K. Jain from Chairman and Managing Director (CMD) to 'Executive Chairman' for a strategic shift, by which Mr. J.K. Jain moves away from day-to-day operational management activities and to focus on long-term strategy, governance, and mentoring the leadership team with following major objectives:

- **Strengthening Governance:**
  Separate the roles of Chairman and the Managing Director to align with evolving corporate governance best practices and operational requirement.

- **Strategic Oversight:**
  Allow Mr. J.K. Jain to focus on long-term vision and board-level strategy.

- **Leadership Mentoring:**
  Enable him to dedicate more time to mentoring the senior leadership team and overseeing succession planning.

  NRC considered and recommended following major terms for re-designation of Mr. J.K. Jain:

  - **Nature of Appointment:**
    Mr. Jain will be a Whole-time Director, (Key Managerial Personal) of the Company with the new designation of Executive Chairman.

  - **Major Responsibilities / duties:**
    He will continue to preside over the Board and General Meetings, provide strategic guidance on diversification, and oversee the business development strategies of the Company.

  - **Remuneration:**
    Mr. J.K. Jain has conveyed his willingness to not take any increase in his remuneration for current year.

Mr. J.K. Jain was re-appointed as Chairman & Managing Director of the Company for a term of 5 years with effect from August 7, 2025. As per terms of appointment, the current term of Mr. J.K. Jain, as Chairman & Managing Director is due for completion on August 06, 2030.

Considering the recommendations of the NRC, and subject to approval of the Members of the Company, the Board in its meeting held on May 30, 2026, re-designated and appointed Mr. J.K. Jain as Executive Chairman in the category of Whole-time Director (Key Managerial Personnel) w.e.f. June 1, 2026 for the remainder of his current term i.e. up to August 06, 2030.

Mr. J.K. Jain is one of the founder promoters of the Company and he hold 54,12,000 Shares (20.56%) in the Company in his name. The whole promoters group hold 1,43,48,314 Shares (54.52%) in the Company.

Mr. J.K. Jain is husband of Mrs. Seema Jain, Whole-time Director and father of Mr. Rahul Jain, Joint Managing Director and Ms. Aanchal Jain, Whole-time Director, hence all are related to

each other. Further, all of these are promoters of the Company. Therefore, all these Directors, together with their relatives, are deemed to be concerned or interested in this Resolution.

For other transactions of the Directors with the Company, please refer to **Note No. 41** in the standalone financial statements i.e. 'Related Party Disclosure under Ind AS 24'.

Except for the above, none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said Resolution.

Mr. J.K. Jain is one of the Key Managerial Personnel ("KMP") pursuant to Section 203 of the Companies Act, 2013 and will not be liable to retire by rotation pursuant to Section 152 of the Act.

Mr. J.K. Jain has confirmed that he is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. He has provided his consent for appointment and has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

The other requisite details about Mr. J.K. Jain are provided in **'Annexure-A'** to the Notice.

The Board of Directors recommend the passing of the Resolution as set out at **Item No. 6** as a **Special Resolution.**

Item No. 7

To approve the re-designation and appointment of Mr. Rahul Jain (DIN:00013566), as 'Managing Director' (Key Managerial Personnel) of the Company and to approve revision in his remuneration.

Mr. Rahul Jain has been on the Board of the Company since November 14, 2004. He holds a Bachelor of Science degree and has pursued Management Studies from the University of Bradford. Over the years, Mr. Rahul Jain has played a significant leadership role in the Company's growth and operational transformation. He is actively involved in key areas of business, including manufacturing operations, business development, corporate planning, strategic affairs, and operational excellence initiatives across all manufacturing units.

With a strong focus on technology adoption, process optimization, and sustainable growth, he has extensively travelled internationally and visited leading automotive manufacturing facilities across various countries to gain insights into the best global practices, advanced manufacturing systems, and emerging technologies.

Mr. Rahul Jain was re-appointed as Joint Managing Director in the category of Whole-time Director of the Company for a period of 5 years w.e.f. October 1, 2025, and his re-appointment was approved by the shareholders at the 36th Annual General Meeting held on July 31, 2025.

In conjunction with the realignment of the Executive Chairman's role for Mr. J.K. Jain, the NRC has considered and recommended to re-designate Mr. Rahul Jain as the Managing Director. This transition recognizes his overall leadership role, especially in manufacturing operations of all the units and his increasing leadership role across the domain areas, including new initiatives for operational excellence to drive the growth of the Company in next phase.

The re-designation of Mr. Rahul Jain as the Managing Director is intended to set-up a clear executive command to execute the long-term vision and growth strategy of the Company and take steps for transition of the Company's leadership and succession planning with following major objectives:

- ❖ Establish Mr. Rahul Jain in overall leadership role for all Operational matters, responsible for the day-to-day management and execution of the Company's business plans.
- ❖ Separation of the Board's oversight function (led by the Executive Chairman) from the executive management function (led by the Managing Director).

Mr. Rahul Jain is one of the promoters of the Company. During his tenure as Director, the Company has been able to grow exponentially. With the increase in operations of the Company, his duties and responsibilities have increased manifold. Accordingly, NRC also considered revision in his remuneration and considering his elevation at the position of Managing Director as well as competitive industry trends, recommended to revise his remuneration from Rs. 15 Lakh per month to Rs. 22 Lakh per month (w.e.f. April 1, 2026) with other benefits and perquisites as provided in the resolution.

Considering the recommendations of the NRC, and subject to approval of the Members of the Company, the Board of the Directors in its meeting held on May 30, 2026 has re-designated and appointed Mr. Rahul Jain as Managing Director of the Company w.e.f. June 1, 2026 for the remainder of his current term completing on September 30, 2030 and also approved revision in his remuneration as recommended by the NRC.

Mr. Rahul Jain is one of the promoters of the Company and he alone holds 18,61,336 (7.07%) shares in the Company. The whole promoters group hold 1,43,48,314 Shares (54.52%) in the Company.

Mr. Rahul Jain is son of Mrs. Seema Jain, Whole-time Director and Mr. J.K. Jain, Chairman & Managing Director and brother of Ms. Aanchal Jain, Whole-time Director, hence all are related to each other. Further, all of these are promoters of the Company. Therefore, all these Directors, together with their relatives, are deemed to be concerned or interested in this Resolution.

For other transactions of the Directors with the Company, please refer to **Note No. 41** in the standalone financial statements i.e. 'Related Party Disclosure under Ind AS 24'.

Except for the above, none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said Resolution.

Mr. Rahul Jain is one of the Key Managerial Personnel ("KMP") pursuant to Section 203 of the Companies Act, 2013 and he will be liable to retire by rotation pursuant to Section 152 of the Act.

Mr. Rahul Jain has confirmed that he is not disqualified from being appointed as Director in terms of the provisions of

Section 164(1) and (2) of the Act. He has provided his consent for appointment and has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

Mr. Rahul Jain will be liable to retire by rotation pursuant to Section 152 of the Act.

The other requisite details about Mr. Rahul Jain are provided in **'Annexure-A'** to the Notice.

The Board of Directors recommend the passing of the Resolution as set out at **Item No. 7** as an **Ordinary Resolution.**

Item No. 8

To approve the re-designation of Ms. Aanchal Jain (DIN:00013350) as 'Joint Managing Director' of the Company in the category of Whole-time Director and to approve her re-appointment for another term of five years and also to approve revision in her remuneration.

Ms. Aanchal Jain has been on the Board of the Company since December 2, 1999. She holds a Master's degree in Business Administration from the Indiana Institute of Technology, USA. Ms. Aanchal Jain began her professional journey with the Company and has since played an important role in strengthening its organizational and operational framework. Over the years, she has been actively involved in key functions of the Company, particularly in the areas of human resource management, employee engagement and organizational development. With a people-centric leadership approach and strong managerial acumen, she has contributed significantly towards fostering a progressive work culture and strengthening the Company's human capital capabilities. In addition to overseeing the human resource function, she is also involved in various operational and business development initiatives of the Company.

Ms. Aanchal Jain was re-appointed as Whole-time Director of the Company for a period of 5 years with effect from April 1, 2022, and her re-appointment was approved by the shareholders at the 32nd Annual General Meeting held on September 21, 2021. The current term of Ms. Aanchal Jain as Whole-time Director is due for completion on March 31, 2027.

In conjunction with the re-alignment of the Executive Chairman's role for Mr. J.K. Jain, the NRC considering her overall leadership role and experience in the Company, has also considered and recommended to re-designate Ms. Aanchal Jain as Joint Managing Director w.e.f. June 1, 2026, for the remainder of her current term till March 31, 2027.

Further, as her current term is due for completion on March 31, 2027, hence NRC also recommended her re-appointment for another term of 5 years w.e.f. April 1, 2027, as 'Joint Managing Director' of the Company in the category of Whole-time Director.

Ms. Aanchal Jain is one of the promoters of the Company. Her continued contribution and strategic involvement across multiple functional areas have supported the Company's growth journey and organizational excellence. With the increase in operations of the Company, her duties and responsibilities have increased substantially. Accordingly, NRC also considered revision in her remuneration and considering overall industry trends, recommended revising her remuneration from Rs. 10 Lakh per month to Rs. 15 Lakh per month (w.e.f. April 1, 2026) with other benefits and perquisites as provided in the Resolution.

Considering the recommendations of the NRC, and subject to approval of the Members of the Company, the Board of the Directors in its meeting held on May 30, 2026 has re-designated Ms. Aanchal Jain as Joint Managing Director of the Company w.e.f. June 1, 2026 for the remainder of her current term completing on March 31, 2027 and also approved revision in her remuneration as recommended by NRC and provided in the Resolution.

Further, as per recommendation of NRC, and subject to approval of the shareholders at the AGM, the Board also re-appointed her for another term of 5 years w.e.f. April 1, 2027, as 'Joint Managing Director' of the Company in the category of Whole-time Director.

Ms. Aanchal Jain is one of the promoters of the Company and she alone hold 18,61,336 (7.07%) of shares in the Company. The whole promoters group hold 1,43,48,314 Shares (54.52%) in the Company.

Ms. Aanchal Jain is daughter of Mrs. Seema Jain, Whole-time Director and Mr. J.K. Jain, Chairman & Managing Director and sister of Mr. Rahul Jain, Joint Managing Director, hence all are related to each other. Further, all of these are promoters of the Company. Therefore, all these Directors, together with their relatives, are deemed to be concerned or interested in this Resolution.

For other transactions of the Directors with the Company, please refer to **Note No. 41** in the standalone financial statements i.e. 'Related Party Disclosure under Ind AS 24'.

Except for the above, none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said Resolution.

Ms. Aanchal Jain will be liable to retire by rotation pursuant to Section 152 of the Act.

Ms. Aanchal Jain has confirmed that she is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. She has provided her consent for re-appointment and has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

The other requisite details about Ms. Aanchal Jain are provided in **'Annexure-A'** to the Notice.

The Board of Directors recommend the passing of the Resolution as set out at **Item No. 8** as an **Ordinary Resolution.**

Item No. 9

To approve the re-appointment of Mrs. Seema Jain (DIN:00013523) as Whole-time Director of the Company for another term of five years.

Mrs. Seema Jain, aged 71 years, is a seasoned women entrepreneur having more than 40 years of vast experience of working in the Company. Along with Mr. J.K. Jain, she co-founded the Company in 1989 and has played a significant role in its remarkable growth and evolution over the past four decades. Coming from a business family and having been associated with business activities from an early age, Mrs. Seema Jain brings rich entrepreneurial insight and extensive experience in finance and administration. She holds a bachelor's degree in science from the University of Delhi.

As Whole-time Director of the Company, she oversees key finance and administrative functions and has contributed meaningfully towards strengthening the Company's financial discipline and organizational stability. She is also actively involved in the Company's Corporate Social Responsibility (CSR) initiatives and continues to support various social and community development programs undertaken by the Company. Her experience, commitment, and steady guidance have been instrumental in the Company's sustained growth and value-driven corporate culture.

Mrs. Seema Jain was re-appointed as Whole-time Director of the Company for a period of 5 years with effect from April 1, 2022, and her re-appointment was approved by the shareholders at the 32nd Annual General Meeting held on September 21, 2021. Hence, the current term of Mrs. Seema Jain, Whole-time Director, is due for completion on March 31, 2027.

Because of her companionship with Mr. J.K. Jain and her all out support in running the company since its formation, today company stand on the present scale of large operations with strong financials and cash reserves with a zero-debt status.

Mrs. Seema Jain has also conveyed her willingness to not take any increase in her remuneration for current year.

Accordingly, taking into consideration her long association with the Company and her contribution in growth journey of the Company since beginning, the NRC considered and recommended her re-appointment as Whole-time Director of the Company for another term of 5 years w.e.f. April 1, 2027 on her current remuneration as she is drawing presently.

Considering the recommendations of the NRC, and subject to approval of the Members of the Company, the Board of the Directors in its meeting held on May 30, 2026 has re-appointed Mrs. Seema Jain for another term of 5 years w.e.f. April 1, 2027 as Whole-time Director of the Company.

Mrs. Seema Jain is one of the founding promoters of the Company and she alone hold 50,21,766 Shares (19.08%) in the Company. The whole promoters group hold 1,43,48,314 Shares (54.52%) in the Company.

Mrs. Seema Jain is wife of Mr. Jagjeevan Kumar Jain, Chairman & Managing Director and mother of Mr. Rahul Jain, Joint Managing Director and Ms. Aanchal Jain, Whole-time Director, hence all are related to each other. Further, all of these are promoters of the Company. Therefore, all of these Directors, together with their relatives, deemed to be concerned or interested in this Resolution.

For other transactions of the Directors with the Company, please refer the **Note No. 41** in the standalone financial statements i.e. 'Related Party Disclosure under Ind AS 24'.

Except above, none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said Resolution.

Mrs. Seema Jain will be liable to retire by rotation pursuant to Section 152 of the Act.

Mrs. Seema Jain has confirmed that she is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. She has provided her consent for re-appointment and has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

The other requisite details about Mrs. Seema Jain are provided in **'Annexure-A'** to the Notice.

The Board of Directors recommend the passing of the Resolution as set out at **Item No. 9** as **Special Resolution.**

Item No. 10

To approve the re-appointment of Mr. Kashi Ram Yadav (DIN:02379958) as Whole-time Director of the Company for another term of three years and approve the revision in his remuneration.

Mr. Kashi Ram Yadav, Aged 70 years, has been associated with the Company since its inception. With over four decades of extensive experience in production and manufacturing operations, he has played a pivotal role in strengthening the Company's manufacturing capabilities and operational efficiency across its product segments, including automotive lighting, signaling equipment, and rear-view mirrors.

He was inducted on the Board of the Company in October 2008 in recognition of his significant contribution to the Company's manufacturing growth and operational excellence. He currently oversees the production and manufacturing operations of the Company's North India Units and is actively involved in driving operational efficiency, capacity enhancement, workforce management, quality systems, and timely execution of production targets. His deep understanding of shop-floor operations, manufacturing processes, and operational management has contributed significantly to the Company's reputation for reliability, quality, and consistent delivery performance.

Mr. Kashi Ram Yadav was re-appointed as Whole-time Director of the Company for a period of 3 years w.e.f. October 25, 2023, and his re-appointment was approved by the shareholders at the 34th Annual General Meeting held on July 28, 2023. The current tenure of Mr. Kashi Ram Yadav, Whole-time Director is due for completion on October 24, 2026.

Taking into consideration his long term association, operational expertise, and unwavering commitment to continue to play an important role in supporting the Company's manufacturing strength and sustainable growth journey, the NRC considered and recommended his re-appointment as Whole-time Director of the Company for another term of 3 years w.e.f. October 25, 2026, and also recommended revision in his remuneration from current remuneration of Rs. 12 Lakh per month to Rs. 13 Lakh per month (w.e.f. April 1, 2026) with other benefits and perquisites as provided in the Resolution.

Considering the recommendations of the NRC, and subject to approval of the Members of the Company, the Board of the Directors in its meeting held on May 30, 2026 has re-appointed Mr. Kashi Ram Yadav as Whole-time Director of the Company for another term of 3 years w.e.f. October 25, 2026 and also approved revision in his remuneration.

Mr. Kashi Ram Yadav holds 676 shares (0.0%) in the Company, and he is not related to any Directors or Key Managerial Personnel of the Company.

For other transactions of the Directors with the Company, please refer to **Note No. 41** in the standalone financial statements i.e. 'Related Party Disclosure under Ind AS 24'.

Except Mr. Kashi Ram Yadav himself and his relative to the extent of their shareholding interest (if any), none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said Resolution.

Mr. Kashi Ram Yadav will be liable to retire by rotation pursuant to Section 152 of the Act.

Mr. Kashi Ram Yadav has confirmed that he is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. He has provided his consent for appointment and has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

The other requisite details about Mr. Kashi Ram Yadav are provided in '**Annexure-A'** to the Notice.

The Board of Directors recommend the passing of the Resolution as set out at **Item No. 10** as **Special Resolution.**

Item No. 11

To approve the revision in the remuneration of Mr. Rajesh Sharma (DIN:08650703), Joint Managing Director of the Company in the category of Whole-time Director.

Mr. Rajesh Sharma, aged 63 years, has been associated with the Company since September 2003 and is a member of the Company's senior leadership team. He was appointed as Whole-time Director with effect from January 1, 2020, and was subsequently re-designated as Joint Managing Director on November 7, 2023.

With over 40 years of experience in the automotive components industry, he has built a distinguished career in marketing, business development, sales, OEM relationship management, and new product development. Throughout his professional journey, he has played a pivotal role in strengthening customer partnerships and driving business growth across the passenger vehicle and two-wheeler segments.

Mr. Rajesh Sharma was re-appointed as Joint Managing Director of the Company for a period of 5 years w.e.f. January 1, 2025, and his re-appointment was approved by the shareholders at the 35th Annual General Meeting held on July 31, 2024. The current term of Mr. Rajesh Sharma is due for completion on December 31, 2029.

His extensive industry knowledge, customer-centric approach, and strategic vision continue to contribute significantly to the Company's growth and business development initiatives. Accordingly, having considered all relevant factors like emerging industry practices, remuneration at top management in the competitive landscape, Remuneration Policy of the Company to retain and remunerate the top management of the Company and Company's future growth objectives, NRC recommended the revision in the remuneration of Mr. Rajesh Sharma from Rs. 23.50 Lakh per month to Rs. 30 Lakh per month (w.e.f. April 1, 2026), with other benefits and perquisites as provided in the Resolution.

Considering the recommendations of the NRC, and subject to approval of the Members of the Company, the Board of Directors in its meeting held on May 30, 2026 has approved the revision in remuneration of Mr. Rajesh Sharma as recommended by the NRC.

Mr. Rajesh Sharma holds Nil shares in the Company, and he is not related to any Directors or Key Managerial Personnel of the Company.

For other transactions of the Directors with the Company, please refer to **Note No. 41** in the standalone financial statements i.e. 'Related Party Disclosure under Ind AS 24'.

Except Mr. Rajesh Sharma himself and his relative to the extent of their shareholding interest (if any), none of the other Directors and Key Managerial Personnel and their relatives are, in any way, whether financially or otherwise, concerned or interested in the said Resolution.

The other requisite details about Mr. Rajesh Sharma are provided in '**Annexure-A'** to the Notice.

The Board of Directors recommend the passing of the Resolution as set out at **Item No. 11** as **Ordinary Resolution.**

By Order of the Board
For Fiem Industries Ltd.
Sd/-
Arvind K. Chauhan
Company Secretary
Memb. No. F7694

Place: Gurugram
Dated: May 30, 2026

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Annexure-A

Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard 2, in respect of the Directors seeking appointment/ re-appointment/ change in remuneration:

Name of Director	Mr. Jagjeevan Kumar Jain	Mrs. Seema Jain
DIN	00013356	00013523
Brief Resume and nature of Expertise in Specific Functional Areas	As mentioned in statement u/s 102 in the Notice of AGM.	As mentioned in statement u/s 102 in the Notice of AGM.
D.O.B. and Age	May 9, 1952 (74 years)	August 28, 1954 (71 years)
Qualifications	Graduate	Graduate
No. of years of Experience	54 years	42 years
Terms and conditions of appointment / re-appointment / change in Remuneration	As mentioned in Resolution and statement u/s 102 in the Notice of AGM.	As mentioned in Resolution and statement u/s 102 in the Notice of AGM.
Details of remuneration and remuneration last drawn	The remuneration detail is given in resolution in the Notice of AGM and last drawn remuneration is given in Corporate Governance Report.	The remuneration detail is given in resolution in the Notice of AGM and last drawn remuneration is given in Corporate Governance Report.
Date on which first appointed on the Board	February 6, 1989	February 6, 1989
Details of shareholding in the Company (as on 31/03/2026)	54,12,000 Shares (20.56%)	50,21,766 Shares (19.08%)
Relationship with other Directors/ Key Managerial Personnel (if any)	Mr. Jagjeevan Kumar Jain, Chairman & Managing Director is husband of Mrs. Seema Jain, Whole-time Director and father of Mr. Rahul Jain, Joint Managing Director and Ms. Aanchal Jain, Whole-time Director, hence all four are related to each other. Further, all of these are promoters of the Company.	Mrs. Seema Jain, Whole-time Director is wife of Mr. J.K. Jain, Chairman & Managing Director and mother of Mr. Rahul Jain, Joint Managing Director and Ms. Aanchal Jain, Whole-time Director, hence all four are related to each other. Further, all of these are promoters of the Company.
Number of Board meetings attended during the year	As provided in Corporate Governance Report.	As provided in Corporate Governance Report.
• **Names of Listed entities in which the person also holds the Directorship and membership / chairmanship of the Committees of the Board, along with listed entities from which the person has resigned in the past 3 years.** • **Directorship in other than listed companies and Membership & Chairmanship** **(Only Indian Companies considered)**	No current Directorship or past Directorship in any other listed Company. Directorship details in non-listed company: • Fiem Applied Technologies Pvt. Ltd.	No current Directorship or past Directorship in any other listed Company. Directorship details in non-listed company: • Fiem Applied Technologies Pvt. Ltd.

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Name of Director	Ms. Aanchal Jain	Mr. Rahul Jain
DIN	00013350	00013566
Brief Resume and nature of Expertise in Specific Functional Areas	As mentioned in statement u/s 102 in the Notice of AGM.	As mentioned in statement u/s 102 in the Notice of AGM.
D.O.B. and Age	December 1, 1981 (44 years)	November 14, 1986 (39 years)
Qualifications	Management Graduate	Management Graduate
No. of years of Experience	24 years	17 years
Terms and conditions of appointment / re-appointment / change in Remuneration	As mentioned in Resolution and statement u/s 102 in the Notice of AGM.	As mentioned in Resolution and statement u/s 102 in the Notice of AGM.
Details of remuneration and remuneration last drawn	The remuneration detail is given in resolution in the Notice of AGM and last drawn remuneration is given in Corporate Governance Report.	The remuneration detail is given in resolution in the Notice of AGM and last drawn remuneration is given in Corporate Governance Report.
Date on which first appointed on the Board	December 2, 1999	November 14, 2004
Details of shareholding in the Company (as on 31/03/2026)	18,61,336 Shares (7.07%)	18,61,336 Shares (7.07%)
Relationship with other Directors/ Key Managerial Personnel (if any)	Ms. Aanchal Jain, Whole-time Director is daughter of Mr. J.K. Jain, Chairman & Managing Director and Mrs. Seema Jain, Whole-time Director and sister of Mr. Rahul Jain, Joint Managing Director, hence all four are related to each other. Further, all of these are promoters of the Company.	Mr. Rahul Jain, Joint Managing Director is son of Mr. J.K. Jain, Chairman & Managing Director and Mrs. Seema Jain, Whole-time Director and brother of Ms. Aanchal Jain, Whole-time Director, hence all four are related to each other. Further, all of these are promoters of the Company.
Number of Board meetings attended during the year	As provided in Corporate Governance Report.	As provided in Corporate Governance Report.
• **Names of Listed entities in which the person also holds the Directorship and membership / chairmanship of the Committees of the Board, along with listed entities from which the person has resigned in the past 3 years.** • **Directorship in other than listed companies and Membership & Chairmanship** **(Only Indian Companies considered)**	No current Directorship or past Directorship in any other listed Company. Directorship details in non-listed company: • Fiem Applied Technologies Pvt. Ltd.	No current Directorship or past Directorship in any other listed Company. Directorship details in non-listed company: • Fiem Applied Technologies Pvt. Ltd.

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Name of Director	Mr. Rajesh Sharma	Mr. Kashi Ram Yadav
DIN	08650703	02379958
Brief Resume and nature of Expertise in Specific Functional Areas	As mentioned in statement u/s 102 in the Notice of AGM.	As mentioned in statement u/s 102 in the Notice of AGM.
D.O.B. and Age	January 21, 1963 (63 years)	February 7, 1956 (70 years)
Qualifications	Science Graduate	Matriculation
No. of years of Experience	41 years	49 years
Terms and conditions of appointment / re-appointment/ change in Remuneration	As mentioned in Resolution and statement u/s 102 in the Notice of AGM.	As mentioned in Resolution and statement u/s 102 in the Notice of AGM.
Details of remuneration and remuneration last drawn	The remuneration detail is given in resolution in the Notice of AGM and last drawn remuneration is given in Corporate Governance Report.	The remuneration detail is given in resolution in the Notice of AGM and last drawn remuneration is given in Corporate Governance Report.
Date on which first appointed on the Board	January 1, 2020	October 25, 2008
Details of shareholding in the Company (as on 31/03/2026)	NIL	676 Shares, (Negligible %)
Relationship with other Directors / Key Managerial Personnel (if any)	None	None
Number of Board meetings attended during the year	As provided in Corporate Governance Report.	As provided in Corporate Governance Report.
• **Names of Listed entities in which the person also holds the Directorship and membership / chairmanship of the Committees of the Board, along with listed entities from which the person has resigned in the past 3 years.** • **Directorship in other than listed companies and Membership & Chairmanship** **(Only Indian Companies considered)**	None	None

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IMPORTANT INFORMATION FOR UNPAID / UNCLAIMED DIVIDEND

A) Attention of the Members is invited that as per section 124(5) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules, 2016'), the dividend remaining unpaid or unclaimed for a period of seven years in Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. Accordingly, the Company has transferred the unpaid and unclaimed dividend / IPO refund amount to IEPF as per the following details:

Financial Year	Amount Transferred to IEPF (Rs.)	Date of Transfer
2006-07(IPO Refund)	2,160.00	November 8, 2013
2006-07 (Dividend)	42,288.00	February 9, 2015
2007-08 (Dividend)	54,785.00	November 16, 2015
2008-09 (Dividend)	1,07,922.00	November 28, 2016
2009-10 (Dividend)	57,955.00	November 21, 2017
2010-11 (Dividend)	17,872.00	November 26, 2018
2011-12 (Dividend)	29,754.00	November 22, 2019
2012-13 (Dividend)	23,292.00	November 5, 2020
2013-14 (Dividend)	34,476.00	November 9, 2021
2014-15 (Dividend)	46,788.00	November 7, 2022
2015-16 (Interim Dividend)	54,150.00	April 18, 2023
2015-16 (Final Dividend)	27,795.00	October 27, 2023
2016-17 (Final Dividend)	56,352.00	October 15, 2024
2017-18 (Final Dividend)	62,478.00	October 28, 2025
2018-19 (Interim Dividend)	77,304.00	May 6, 2026

After transfer of unpaid / unclaimed dividend amount to IEPF, no claim lies against the Company. Any person, whose unclaimed or unpaid dividend amount has been transferred by the company to IEPF may claim their refunds from the IEPF authority. For claiming such amount, claimant needs to file Form IEPF-5 along with requisite documents. For detailed procedure investor should visit the IEPF website **https://www.iepf.gov.in/content/iepf/global/master/Home/Home.html**

B) For the shareholders, whose dividend still remain in Unpaid Dividend Accounts of the Company pertains to different years, the Company has been sending reminders to them (FY 2018-19 Final Dividend onwards), so that they can claim their dividend from the Company before transfer of such dividend(s) to IEPF. Details of such shareholders with their unpaid/unclaimed dividends are uploaded on the website of the Company www.fiemindustries.com. Members should check their dividends pertaining to FY 2018-19 (Final) onwards from the website and if found their name in unpaid / unclaimed list, then should immediately write to the Company for claiming their unpaid/unclaimed dividends.

Attention of the members also invited that Ministry of Corporate Affairs ('MCA') had notified Section 124(6) of the Companies Act, 2013 and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended. Amongst other things, the provisions provide the manner of transfer of the unpaid and unclaimed dividends to the IEPF after they remain in Unpaid / Unclaimed for 7 Years and the manner of transfer of those shares to IEPF for which dividend has not been claimed by the shareholders for seven consecutive years.

As per requirement of Rule 6 of the IEPF Rules 2016, the Company has sent information to all the shareholders who had not claimed/ encashed dividends for last seven years consecutively, intimating, amongst other things, the requirements of the IEPF Rules, 2016 with regard to transfer of their shares and that in the event those shareholders do not claim any unclaimed/unpaid dividends for the past seven years, the Company required to transfer the respective shares to the IEPF Authority by the due date prescribed as per the IEPF Rules, 2016. The Company also simultaneously published notice in the leading newspapers in English and regional language having wide circulation and uploaded under the "Investor" section of the website of the Company viz. **www.fiemindustries.com giving details of such shareholders and shares which are to be transferred to IEPF.**

C) Attention of the shareholders also invited that out of the Dividend declared for the Financial Year 2018-19(Final), some amount is still lying in Unpaid Dividend Account, which is due for transfer to IEPF in November, 2026 after completion of 7 years in Unpaid Dividend Account. Reminders are being sent to all such shareholders, whose dividend is lying in Unpaid Dividend Account of FY 2018-19(Final), so that they can write us back for claiming the unpaid dividend. However, if any shareholder does not claim back his Unpaid Dividend of FY 2018-19(Final), then it will be transferred to IEPF in November, 2026. Further, if any shareholder has not claimed / encashed their 7 consecutive years' dividends and still holding shares in the Company, then such shares shall also be transferred to IEPF in designated Demat Account after compliance of applicable provisions. Therefore, shareholders should remain vigilant in claiming their dividends regularly.

- Shareholders are encouraged to exercise their voting rights, e-Voting makes it simpler.
- Physical shareholders please note that all actions / requests pertaining to transfer, transmission, transposition, issuance of duplicate share etc. can only be processed by RTA/ Company in dematerialised mode. Therefore, shareholders are advised to dematerialize their shares to avoid / eliminate risks associated with physical shares.

GENERAL GUIDANCE ON TAX DEDUCTIBLE AT SOURCE ON DIVIDEND

Dear Shareholder,
We are pleased to inform you that the Board of Directors of the Company had at its meeting held on May 30, 2026, recommended a dividend of Rs. 40/- per Equity Share of Rs. 10 each (400%), for the financial year ended March 31, 2026, subject to the approval of the Shareholders of the Company at its forthcoming Annual General Meeting (AGM).

As per the 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 taxes at source (TDS) at the time of making payment of the dividend, if approved by the Shareholders at the forthcoming AGM.

Shareholders are requested to ensure that their bank account details in their respective demat accounts/physical folios are updated, to enable the Company to make timely credit of dividend in their bank accounts.

The tax deduction rates would vary depending on the residential status of the shareholders, documents submitted by the shareholders and accepted by the Company. This communication provides a brief of the applicable Tax Deduction at Source (TDS) provisions under the Act for Resident and Non-Resident Shareholder categories.

FOR RESIDENT SHAREHOLDERS

Tax is required to be deducted at source under Section 393(1) read with 393(4) of the Act, at the rate of 10% on the amount of dividend where Shareholders have registered their valid Permanent Account Number (PAN). In case, Shareholders do not have PAN/invalid PAN/PAN not linked with Aadhaar, TDS at the rate of 20% shall be deducted under Section 397(2) of the Act.

a) Resident Individuals:
No tax shall be deducted on dividend payable to resident individuals if:

i. Total dividend amount to be received by them during the Tax Year (TY) 2026-27 does not exceed Rs. 10,000; or

ii. The Shareholder provides Form 121, provided that all the required eligibility conditions are met. Please note that all fields are mandatory to be filled up and the Company may at its sole discretion reject the form, if it does not fulfil the prescribed requirement under the Act. Form 121 needs to be furnished only if dividend amount exceeds Rs. 10,000.

iii. Exemption certificate is issued by the Income-tax Department, if any.

b) **Resident - Other than Individuals:**
No tax shall be deducted on dividend payable to the following resident -other than individuals where they provide details and documents.

Category of shareholders	Tax Deduction Rate	Exemption Applicability / Documents required
Insurance Companies	Nil	Self-declaration that it qualifies as 'Insurer' as per section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the equity shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority (IRDA)/ Life Insurance Corporation of India (LIC)/ General Insurance Corporation of India (GIC).
Mutual Funds / Alternative Investment Fund	Nil	Self-declaration that it is registered with Securities and Exchange Board of India (SEBI) and as specified at Schedule VII to section 11 of the Act along with self-attested copy of PAN card and certificate of registration with SEBI. Self-declaration that its income is exempt under Schedule V to section 11 of the Act, and they are registered with SEBI as Category I or Category II AIF along with self-attested copy of the PAN card and certificate of AIF registration with SEBI.
National Pension System (NPS) Trust	Nil	Self-declaration that it qualifies as NPS Trust and income is eligible for exemption under Schedule VII to section 11 of the Act and being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.
Other Non-Individual Shareholders	As applicable	Self-attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN card.

In case Resident Shareholders provide certificate under Section 395(1) of the Act, for lower / NIL withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy to the Company.

continued on next page....

FOR NON-RESIDENT SHAREHOLDERS

a) As per Domestic Tax Law

Taxes are required to be withheld in accordance with the provisions of Section 393(2) of the Act as per the rates as applicable. As per the relevant provisions of the Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them. In case, non-resident Shareholders provide a certificate issued under Section 395(1) of the Act, for lower/ Nil withholding of taxes, rate specified in the said certificate shall be considered, on submission of self-attested copy of the same.

b) As per Double Tax Avoidance Agreement (DTAA)

As per Section 159 of the Act, the non-resident Shareholder has the option to be governed by the provisions of the DTAA between India and the country of tax residence of the Shareholder, if they are more beneficial to them. For this purpose, i.e. to avail DTAA benefit, the non-resident Shareholders are required to submit the following:

i. Self-attested copy of the PAN card allotted by the Indian Income Tax authorities.

ii. Self-attested copy of Tax Residency Certificate (TRC) for the year 2026-27 or calendar year 2026, valid as on record date, obtained from the tax authorities of the country of which the Shareholder is a resident.

iii. Self-declaration in Form 41 for Tax Year 2026-27 executed in electronic mode from Income tax portal which can be downloaded from https://eportal.incometax.gov.in/. Click here to access Procedure to file Form 41.

iv. Self-declaration by Shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement (TY 2026-27). Click here to access Non-Resident Tax Declaration (Required only where Tax treaty benefit needs to be availed).

v. In case of Foreign Institutional Investors and Foreign Portfolio Investors, copy of SEBI registration certificate.

vi. In case of Shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore DTAA.

It is recommended that Shareholders should independently satisfy their eligibility to claim DTAA benefit including meeting of all conditions laid down by DTAA. Kindly note that the Company is not obligated to apply beneficial DTAA rates at the time of tax deduction /withholding on dividend amounts. Application of beneficial rate as per DTAA for the purpose of withholding taxes shall depend upon completeness and satisfactory review by the Company of the documents submitted by the non-resident Shareholder.

Accordingly, to enable us to determine the appropriate withholding tax rate applicable, we request you to provide these details and documents as mentioned, above, on or before July 24, 2026 (cut-off date). Any documents submitted after cut-off date will be accepted at sole discretion of the Company.

PAYMENT OF DIVIDEND

The dividend on Equity Shares for FY 2025-26, once approved by the Shareholders of the Company at the AGM, will be paid after deducting the tax at source. The following provisions under the Act will also be considered to determine the applicable TDS rate:

a) TDS to be deducted at higher rate in case of non-linkage of PAN with Aadhaar.
As per Section 262 of the Act, 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 the rate of 20% as per the provisions of Section 397(2) of the Act.

b) Declaration under Rule 203.
In terms of Rule 203 of the Income Tax Rules, 2026, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with Company in the manner prescribed in the Rules.

c) For Shareholders having multiple accounts under different status / category
Shareholders holding Equity Shares under multiple accounts under different status / category and single PAN, may note that higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

SUBMISSION OF TAX RELATED DOCUMENTS

The documents such as Form 121 and documents under Sections 393(5), 393(6), etc. can be uploaded on the link https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html on or before July 24, 2026 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any communication on the tax determination/deduction received post July 24, 2026 shall not be considered.

MUFG Intime	**investor.helpdesk@in.mpms.mufg.com**
Fiem Industries Limited	**investor@fiemindustries.com**

Documents sent to any other email address may lead to non-submission of documents and attract TDS as per the provisions of the Act.

It may be further noted that in case the tax on said dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible.

The tax credit can also be viewed in Form 168 by logging in with your credentials (with valid PAN) at TRACES https://www.tdscpc.gov.in/app/login.xhtml or the e-filing website of the Income Tax department of India https://www.incometax.gov.in/iec/foportal/

INFORMATION FOR ALL SHAREHOLDERS:

1. Shareholders holding shares under multiple folios/ accounts under different status/category and single PAN, are requested to note that higher of the tax rate as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.
2. For ease of processing of dividend, only scanned copies of the aforementioned documents will be accepted by the Company as per the procedure laid down. Duly completed and signed documents are required to be submitted to our RTA, MUFG Intime India Pvt. Ltd. (MUFG INTIME) by uploading the documents on **https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html** on or before July 24, 2026, in order to enable the RTA/ Company to determine and deduct appropriate TDS/ withholding tax.

   On clicking the above link, the user will be prompted to select/share the following information to register their request: -

   (i) Select the company [Dropdown]
   (ii) Folio No./DP-Client ID [For Folio No. Share Certificate No. also required to filled]
   (iii) PAN [fill the No.]
   (iv) Financial year [Dropdown]
   (v) Select Exemption Form [Dropdown]
   (vi) KYC Document 1 (PAN) - [attach the document]
   (vii) Form 121/Form 41 [attach the duly filled & signed]
   (viii) Any Supporting Document [Any other supporting document like, Self-Declaration, TRC etc.]

3. Please note that no communication on tax determination/deduction shall be entertained after July 24, 2026. Documents received through any other modes viz. email or hand delivery will not be considered to determine/ deduct TDS/ withholding tax.
4. Shareholders may please take note that in case tax on dividend is deducted at a higher rate on account of non-receipt or incompleteness of requisite documents, they can claim refund at the time of filing income tax return. The Company will mail a soft copy of the TDS certificate to shareholders on their registered email IDs in due course. Shareholders may view the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at https://incometaxindiaefiling.gov.in/
5. Shareholders are requested to update their PAN and email address with their DPs (for shares held in demat mode) and with LIIPL (for shares held in physical mode), if not already done.
6. In the event, the Company is unable to pay the dividend to any Member directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the demand draft to such Member, at the earliest by permissible modes and within the permissible time frame.
7. The tax exemption forms " Form 121/Form 41" and Self-Declaration suggested format can be downloaded from 'General' tab available at website of MUFG INTIME at the following URL: https://web.in.mpms.mufg.com/client-downloads.html

AGM INFORMATION AT A GLANCE	
Date and time of AGM	July 31, 2026 at 10:30 AM
Website Link for Joining AGM	https://instameet.in.mpms.mufg.com/
Link Activation time for Joining AGM	10:00 AM Onwards
Cut-off date for e-Voting	July 24, 2026
Remote E-Voting Start Date and Time	July 27, 2026 at 10:00 AM Onwards
Remote E-Voting End Date and Time	July 30, 2026 upto 05:00 PM
Website Link for Remote E-Voting	https://instavote.linkintime.co.in/
Dividend	Rs.40 per equity Share
Record Date for Dividend	July 24, 2026
Dividend Payment Date	On or before August 14, 2026
Helpline/Contact details of E-Voting Service Provider:	MUFG Intime India Pvt. Ltd. Email: instameet@in.mpms.mufg.com Tel: 022-4918 6000 / 4918 6175.