Global Surfaces Limited

CIN: L14100RJ1991PLC073860

Regd. Office: Plot No. PA-10-006, Engineering and Related Industries SEZ, Mahindra World City, Tehsil-Sanganer, Jaipur, Rajasthan, 302037 Phone: 0141-7191000

E-mail: cs@globalsurfaces.com Website: www.globalsurfaces.com

NOTICE OF THE THIRTY FIFTH (35TH) ANNUAL GENERAL MEETING

NOTICE is hereby given that the 35th Annual General Meeting ("AGM") of the members of Global Surfaces Limited (the "Company") will be held on Saturday, September 19, 2026, at 11:00 A.M., Indian Standard Time ("IST") through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt:**

   (a) The Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026, together with the reports of the Board of Directors and Auditors thereon; and

   (b) The Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026, and Auditor's report thereon.

2. **To appoint a Director in place of Mrs. Sweta Shah (DIN: 06883764), who retires by rotation at this annual general meeting and, being eligible, offers herself for re-appointment.**

3. **To appoint M/s Ummed Jain & Co., Chartered Accountants (FRN: 119250W), as Statutory Auditors of the Company and to fix their remuneration.**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s Ummed Jain & Co., Chartered Accountants (Firm Registration No. 119250W) be and are hereby appointed as the Statutory Auditors of the Company for a term of 5 (five) consecutive years, to hold office from the conclusion of this 35th Annual General Meeting until the conclusion of the 40th Annual General Meeting of the Company, on such remuneration (plus applicable taxes and reimbursement of out-of-pocket expenses, if any) as may be recommended by the Audit Committee and approved by the Board of Directors of the Company from time to time.

   RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this Resolution."

SPECIAL BUSINESS:

4. **To re-appoint Dr. Chandan Chowdhury (DIN: 00906211) as a Non-Executive Independent Director of the Company**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Rules made thereunder, Schedule IV to the Act, and Regulations 16(1)(b), 17 and 25 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for the re-appointment of Dr. Chandan Chowdhury (DIN: 00906211), who was appointed as a Non-Executive Independent Director of the Company for a term of two consecutive years with effect from October 26, 2024 upto October 25, 2026 , being eligible for re-appointment as a Non-Executive Independent Director and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, and who has submitted a declaration confirming that he continues to meet the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of 2 (two) consecutive years with effect from October 26, 2026, up to October 25, 2028.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this Resolution."

5. **To re-appoint Mrs. Sweta Shah (DIN: 06883764) as Whole-time Director of the Company**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V to the Act and the Rules made thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s), clarification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Nomination and Remuneration Policy of the Company, and upon the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, and subject to the Articles of Association of the Company, consent of the Members be and is hereby accorded for the re-appointment of Mrs. Sweta Shah (DIN: 06883764) as Whole-time Director of the Company, liable to retire by rotation, for a further period of 3 (three) years with effect from September 11, 2026, up to September 10, 2029, on the terms and conditions including remuneration as detailed in the Explanatory Statement attached hereto, with powers to the Board to alter, amend, vary and modify the terms and conditions of the said re-appointment and remuneration payable to her from time to time as it deems fit, in such manner as may be mutually agreed between the Board of Directors and Mrs. Sweta Shah subject to the limits approved by the shareholders vide this special resolution.

RESOLVED FURTHER THAT in terms of Section II of Part II of Schedule V to the Act, in the event of loss or inadequacy of profits in any financial year during the tenure of Mrs. Sweta Shah, the Company be and is hereby authorised to pay to her the remuneration set out in the Explanatory Statement as minimum remuneration, subject to the limits and conditions prescribed under Schedule V to the Act.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of the SEBI Listing Regulations, the consent of the Members be and is hereby accorded for continuation of payment of remuneration to Mrs. Sweta Shah (DIN: 06883764), in her capacity as Whole-time Director, even if the annual remuneration payable to her may exceed Rupees 5 crores or 2.5 per cent of the net profits of the Company (whichever is higher), or where the aggregate annual remuneration payable to all Executive Directors who are promoters or members of the promoter group exceeds 5 per cent of the net profits of the Company, in any year during her tenure.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this Resolution."

By order of the Board of Directors
For **Global Surfaces Limited**

Dharam Singh Rathore
(Company Secretary and Compliance Officer)
ICSI Mem. No.: ACS 57411
Email: cs@globalsurfaces.com
Phone: 0141-7191000

Date: August 10, 2026
Place: Jaipur
Registered Office: PA-10-006 Engineering and related Indus SEZ, Mahindra world city, Teh- Sanganer, Jaipur Rajasthan 302037

NOTES:

EXPLANATORY STATEMENT

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ("the Act") read with the rules made thereunder, setting out material facts in respect of the business(es) to be transacted as set out in this notice and relevant details of the Director proposed to be re-appointed, as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and as required under Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India are annexed hereto.

CONDUCT OF AGM THROUGH VC/OAVM

2. In compliance with the provisions of the Act read with the rules made thereunder and Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, issued by the Ministry of Corporate Affairs, and all circulars issued in continuation thereof from time to time, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively, "MCA Circulars"), and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, issued by the Securities and Exchange Board of India, and all circulars issued in continuation thereof from time to time, the latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively, "SEBI Circulars"), companies are permitted to conduct their AGMs through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), till further orders, without the physical presence of Members at a common venue, and to send the Notice of AGM along with the Annual Report through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. It is clarified that the above relaxation does not confer any extension of the statutory timelines for holding AGMs under the Act. Therefore, in accordance with the said Circulars and applicable provisions of the Act and the SEBI Listing Regulations, the 35thAGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

3. In terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, Members are informed that: (a) the Company is providing the facility for voting by electronic means and the business set out in this Notice may be transacted through such voting; (b) the facility for voting through electronic means shall also be made available at the AGM, and Members attending the AGM who have not already cast their vote by remote e-Voting shall be able to exercise their right to vote at the AGM; (c) Members who have cast their vote by remote e-Voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again; (d) the process and manner for voting by electronic means, the time schedule (including the period during which votes may be cast by remote e-Voting), the manner of receiving the login ID, and the process for generating/receiving the password and casting the vote in a secure manner are set out in the instructions for remote e-Voting contained in this Notice; and (e) once a vote on a resolution is cast by a Member, such Member shall not be allowed to change it subsequently or cast the vote again, save that a Member may participate in the AGM even after exercising the right to vote through remote e-Voting but shall not be allowed to vote again at the AGM. At the end of the remote e-Voting period, the facility shall forthwith be blocked.

4. National Securities Depository Limited ('NSDL') will be providing facility for voting through electronic means ("remote e-voting"), for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC/ OAVM and instructions for e-voting are explained at Note No. 32 below and is also available on the website of the Company at www.globalsurfaces.com

5. The attendance of Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf, and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by members will not be available for this AGM, and hence the proxy form, attendance slip and route map of the AGM are not annexed to this Notice.

AUTHORISED REPRESENTATIVE

7. Pursuant to Section 113 of the Act, Institutional/ Corporate Shareholders (i.e., other than Individuals/ HUF/NRIetc.) are entitled to authorise their representatives to attend and vote at the AGM. Members are requested to send a scanned copy (in PDF/JPG Format) of their Board or Governing Body Resolution to the Scrutinizer at ppincha@gmail.com with a copy marked to evoting@nsdl.com. The Board Resolution can also be uploaded by clicking on 'Upload Board Resolution/Authority Letter' displayed under 'E-voting' tab in their login.

DISPATCH OF ANNUAL REPORT THROUGH EMAIL AND REGISTRATION OF EMAIL IDs

8. In compliance with the MCA Circulars and SEBI Circulars, the Annual Report for the financial year 2025-26 comprising of the financial statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the financial year ended March 31, 2026 pursuant to Section 136 of the Act and the Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed thereunder, are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent ("RTA") or the Depository Participant(s).

9. In accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company will send a letter at their registered address providing the web-link, including the exact path where complete details of the Annual Report including the Notice of the AGM are available, to those Member(s) who have not registered their e-mail address with the Company/RTA/ Depositories/DPs.

10. The Notice of the 35th AGM along with the Annual Report is available under "Investor" section on the website of the Company at https://globalsurfaces.com and may also be accessed from the relevant sections of the websites of BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com), the website of the RTA at www.bigshareonline.com, and the website of NSDL at www.evoting.nsdl.com. Physical copies of such statements and the Notice of AGM will be dispatched only to those shareholders who request the same. Members desirous of a physical copy of the Annual Report should send a request to the Company's e-mail cs@globalsurfaces.com, clearly mentioning their Folio number/DP and Client ID.

11. For members who have not registered their email IDs so far, are requested to register their Email IDs for receiving all the communications including Annual Report, Notices from the Company electronically.

12. Since the entire shareholding of the Company is in dematerialized mode, Members are requested to register their Email IDs with their concerned DPs, in respect of their Demat holding. Further, those Members who have already registered their Email IDs are requested to keep their Email IDs validated / updated with their DPs / RTA to enable servicing of notices / documents / Annual Reports and other communications electronically to their Email IDs in future.

PROCEDURE FOR INSPECTION OF DOCUMENTS

13. Physical copies of the Notice of the 35th AGM along with the Annual Report for FY 2025-26 will be available at the Company's Registered Office for inspection during business hours on all working days from the date of dispatch of this Notice up to the date of the AGM.

14. All documents referred to in this Notice shall be available for inspection electronically by Members from the date of dispatch of this Notice up to the date of the AGM. Any Member desirous of inspecting the same may write to the Company at cs@globalsurfaces.com mentioning the Name, Folio No./DP ID and Client ID.

15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act, shall be available for inspection electronically during the AGM upon login at the NSDL e-Voting system at www.evoting.nsdl.com.

PROCEDURE FOR ATTENDING THE AGM THROUGH VC/ OAVM

16. Members will be able to attend the Meeting through VC/OAVM by using their E-voting login credentials and selecting the E-voting Event Number ('EVEN') for the Meeting. The facility to join the Meeting shall be kept open 30 (thirty) minutes before the scheduled time of commencement of the Meeting. Members are requested to join the Meeting by following the procedure given in Note No. 32 of the Notice.

17. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 members

on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

18. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL E-voting system. Members may access the same by following the steps for Access to NSDL E-voting system mentioned in Note No. 32 of the Notice. After successful login, Members can click on the 'VC/OAVM link' appearing under 'Join Meeting' menu against EVEN of the Company.

PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT

19. Members are encouraged to send their queries in advance regarding the Financial Statements or any other matter to be placed at the 35th AGM from their registered Email ID, mentioning their name, Folio No./DP ID, Client ID and mobile number, to cs@globalsurfaces.com. Queries received on or before September 16, 2026, 5:00 P.M. (IST) will be considered and responded to.

20. Members who would like to ask questions during the AGM may register themselves as speakers by sending a request along with their questions from their registered Email ID, mentioning their name, Folio No./DP ID, Client ID and mobile number, to cs@globalsurfaces.com on or before September 16, 2026, 5:00 P.M. (IST). Only registered speakers will be permitted to express their views/ask questions during the AGM.

21. When a pre-registered speaker is invited to speak but does not respond, the next speaker will be invited. Speakers are requested to stay connected to a device with a good internet connection.

22. The Company reserves the right to restrict the number of questions and speakers, as appropriate, to ensure the smooth conduct of the AGM.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM

23. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI Listing Regulations, and the 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. The Company has engaged NSDL as the authorised agency for facilitating voting through electronic means, including venue voting on the date of the AGM.

24. Members holding shares as on the cut-off date of September 14, 2026 may cast their vote by remote e-Voting. The remote e-Voting period commences on September 16, 2026 at 9:00 A.M. (IST) and ends on September 18, 2026 at 5:00 P.M. (IST), being not less than three days and closing at 5:00 P.M. on the date preceding the date of the AGM. The remote e-Voting module shall thereafter be disabled by NSDL. Members attending the AGM who have not cast their vote by remote e-Voting shall be eligible to vote through e-Voting during the AGM. Members who have voted through remote e-Voting shall be eligible to attend the AGM but shall not be eligible to vote again at the meeting. Once a vote on a resolution is cast, it cannot be changed subsequently.

25. The voting rights of Members (for voting through remote e-Voting before/during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-off Date of September 14, 2026.

26. Any person who acquires shares of the Company and becomes a Member after dispatch of the Notice may download the Annual Report (including this Notice) from "Investor" section on the website of the Company at www.globalsurfaces.com.

27. The Board of Directors has appointed Mr. Akshit Kumar Jangid (M. No.: FCS 11285, C.P. No.: 16300), Partner of M/s. Pinchaa & Co., Company Secretaries, as the Scrutinizer, to scrutinize the e-Voting process in a fair and transparent manner.

28. The Scrutinizer will, after the conclusion of e-Voting at the AGM, scrutinize the votes cast at the AGM and through remote e-Voting, and make a consolidated Scrutinizer's Report, which shall be submitted to the Chairman or, in his absence, to Mr. Dharam Singh Rathore, Company Secretary and Compliance Officer, who has been duly authorised in writing by the Chairman to countersign the Scrutinizer's Report and declare the results (consolidated) within two working days from the conclusion of the AGM.

29. In case of joint holders, the Member whose name appears first in the order of names as per the Register of Members will be entitled to vote at the AGM.
30. The Company has designated Mr. Dharam Singh Rathore, Company Secretary and Compliance Officer, for redressal of investor complaints/grievances. In case you have any queries/complaints or grievances, please write from the registered e-mail address to the designated email id cs@globalsurfaces.com or call on 0141-7191000.
31. The results, along with the Scrutinizer's Report, shall be placed on the website of the Company at www.globalsurfaces.com and on the website of NSDL at www.evoting.nsdl.com, and shall be communicated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING THE AGM

32. The remote e-voting period begins on September 16, 2026 at 9:00 A.M. (IST) and ends on September 18, 2026 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Members whose names appear in the Register of Members/Beneficial Owners as on the Cut-off Date, i.e., September 14, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI Circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

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

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

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@globalsurfaces.com.

2. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

GENERAL GUIDELINES FOR MEMBERS

1. Members are encouraged to join the Meeting through laptops for a better experience and are required to allow camera access and use a stable internet connection (Wi-Fi/LAN recommended over mobile hotspot) to avoid disturbance.
2. It is strongly recommended not to share your password with any other person. Login will be disabled after five unsuccessful attempts; use the 'Forgot User Details/ Password' option to reset.
3. For queries, refer to the FAQs and e-Voting user manual at www.evoting.nsdl.com, call 022-4886 7000, or e-mail Ms. Pallavi Mhatre at evoting@nsdl.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 FORMING PART OF THE NOTICE

Item No. 3:

M/s. Ummed Jain & Co., Chartered Accountants (FRN: 119250W), were appointed by the Board of Directors, based on the recommendation of the Audit Committee, at its meeting held on December 8, 2025, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s B. Khosla & Co., Chartered Accountants (FRN: 000205C), with effect from November 13, 2025. This appointment was approved by the Members by way of an Ordinary Resolution passed through Postal Ballot, the results of which were declared on January 8, 2026, and M/s Ummed Jain & Co. presently hold office till the conclusion of this 35th Annual General Meeting.

Based on the recommendation of the Audit Committee and approval of the Board of Directors granted at its meeting held on August 10, 2026, it is proposed to appoint M/s Ummed Jain & Co. as the Statutory Auditors of the Company for a term of 5 (five) consecutive years, to hold office from the conclusion of this 35th AGM until the conclusion of the 40th AGM of the Company to be held in the year 2031, in accordance with Section 139(2) of the Act, subject to such remuneration as may be recommended by the Audit Committee and approved by the Board of Directors from time to time.

M/s Ummed Jain & Co. have confirmed that they satisfy the eligibility criteria specified under Section 141 of the Act, hold a valid peer review certificate issued by the Institute of Chartered Accountants of India, and are not disqualified from being appointed/continuing as Statutory Auditors under the Act, the SEBI Listing Regulations, and other applicable laws.

Statement containing additional disclosures as required under Regulation 36(5) of the SEBI Listing Regulations:

Brief Profile of Statutory Auditors and credentials	M/s Ummed Jain & Co., Chartered Accountants (FRN: 119250W), is a partnership firm established in 1981, headquartered at Jaipur, with branch offices at Mumbai, Akola and New Delhi. The firm has 14 partners and a team of qualified chartered accountants and trained audit staff. It is empanelled with the Reserve Bank of India as a Category I firm (Unique Code No. 290292) and with the Comptroller & Auditor General of India (Empanelment No. BO-0613), and has been successfully peer reviewed by ICAI on seven occasions, with the current peer review certificate valid up to July 31, 2028. The firm has substantial experience in statutory audits of listed companies and their subsidiaries, public sector undertakings, banks and insurance entities.
Proposed fees payable for the fresh term (FY 2026-27 onwards)	The proposed remuneration payable to M/s. Ummed Jain & Co., Chartered Accountants, for the financial year 2026-27, for the statutory audit (including quarterly limited reviews) of the financial statements of the Company, shall be ₹15,00,000 (Rupees Fifteen lakh only), plus applicable taxes and reimbursement of out-of-pocket expenses. Further, the Board of Directors, on the recommendation of the Audit Committee, shall decide the remuneration of the Firm as Statutory Auditors for the remaining part of its tenure. In addition to the statutory audit, the Company may also obtain certifications from the Statutory auditors under various statutory regulations and other permissible non-audit services as required from time to time, for which their remuneration shall be approved by the Audit Committee, in accordance with the provisions of Sections 142 and 144 of the Act.

Terms of appointment	From the conclusion of the 35th AGM (2026) until the conclusion of the 40th AGM (2031), a term of 5 (five) consecutive years under Section 139(2) of the Act.
Material change in fee, if any, from that paid to the outgoing auditor	There are no material changes.
Basis of recommendation for appointment	The Audit Committee and the Board of Directors evaluated M/s Ummed Jain & Co. having regard to their audit experience across diverse sectors, market standing and reputation, quality of clientele, technical and domain expertise, resource strength, proposed engagement team, and demonstrated governance and independence standards, and found them suitable for appointment as Statutory Auditors of the Company for the fresh term.

None of the Directors, Key Managerial Personnel of the Company, or their relatives, are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of the Notice.

The Company has disclosed all related information and, to the best understanding of the Board of Directors, no other information or facts are required to be disclosed that may enable Members to understand the meaning, scope and implications of this agenda item.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

Item No. 4:

Dr. Chandan Chowdhury (DIN: 00906211) was appointed by the Board of Directors as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from October 26, 2024, for a term of two consecutive years, which appointment was subsequently approved by the Members by way of a Special Resolution passed through Postal Ballot, the results of which were declared on December 5, 2024. His present term of office as an Independent Director is due to expire on October 25, 2026.

In terms of Section 149(10) of the Act, an Independent Director may be re-appointed for a second term only by way of a Special Resolution passed by the Members, and on the basis of a performance evaluation report referred to in Schedule IV to the Act. The Board, based on the performance evaluation of Dr. Chandan Chowdhury carried out for FY 2025-26, covering, inter alia, his attendance and participation at Board and Committee meetings, his contribution to strategic and governance matters, and independence of judgment, was satisfied with his performance and, on the recommendation of the Nomination and Remuneration Committee, approved his re-appointment as a Non-Executive Independent Director of the Company, for a second term of 2 (two) consecutive years with effect from October 26, 2026, up to October 25, 2028, subject to the approval of the Members.

The Company has received from Dr. Chandan Chowdhury:

(i) consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014 ("the Appointment Rules"); (ii) intimation in Form DIR-8 to the effect that he is not disqualified under sub-section (1) or (2) of Section 164 of the Act; (iii) a declaration that he continues to meet the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations; (iv) confirmation of continued compliance with Rules 6(1) and 6(2) of the Appointment Rules regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs; and (v) confirmation that he has not been debarred from holding office of director by any order of SEBI or any other authority.

Brief Profile, Skills and Experience of Dr. Chandan Chowdhury:

Dr. Chandan Chowdhury is a Practice Professor at the Indian School of Business, leading the Munjal Institute for Global Manufacturing and Punj-Lloyd Institute of Infrastructure Management. He holds an MS in Mechanical Engineering and a Ph.D. from the Hungarian Academy of Sciences and Budapest University of Technology and Economics. Dr. Chandan Chowdhury brings over three decades of experience in strategic planning, global manufacturing, operations management, and corporate governance, including his roles at the Indian School of Business, IIM Mumbai, IBM, and Dassault Systèmes, as well as his contribution to national manufacturing policy through NITI Aayog and the Bureau of Indian Standards.

Nature of skills/competence/experience as identified NRC and those possessed by Dr. Chandan Chowdhury:

In terms of Clause (1A) of Para A of Part D of Schedule II of the SEBI Listing Regulations, the Nomination and Remuneration Committee evaluated the balance of skills, knowledge and experience on the Board, and, having regard to the Company's manufacturing operations, its international presence into the UAE and USA, and its governance requirements as a listed entity, was of the view that continuity of Dr. Chandan Chowdhury's strategic planning, operations management, and corporate governance skills and expertise on the Board remains valuable and consistent with the role and capabilities identified as required of an Independent Director.

In the opinion of the Board, Dr. Chandan Chowdhury fulfils the conditions specified in the Act and the rules made thereunder for re-appointment as an Independent Director, and he is independent of the management of the Company. The Board is of the view that his continued association provides valuable strategic and governance oversight relevant to the Company's manufacturing operations and international growth, and accordingly recommends his re-appointment.

Dr. Chandan Chowdhury shall not be liable to retire by rotation and shall be entitled to receive such remuneration including sitting fees, if any, in accordance with the Nomination and Remuneration Policy of the Company.

The terms and conditions of appointment of Dr. Chandan Chowdhury as an Independent Director, together with the other documents referred to in this Explanatory Statement, are available for inspection by the Members in physical or electronic form during business hours on all working days at the Registered Office of the Company and shall also be made available for inspection electronically at the Meeting.

Additional details of Dr. Chandan Chowdhury, as required under Regulation 36(3) of the SEBI Listing Regulations and SS-2, are set out in Annexure-A to this Notice.

Except Dr. Chandan Chowdhury, being the appointee, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

The Company has disclosed all related information and, to the best understanding of the Board of Directors, no other information or facts are required to be disclosed that may enable Members to understand the meaning, scope and implications of this agenda item.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the Members.

Item No. 5:

Mrs. Sweta Shah (DIN: 06883764) was re-designated as Whole-time Director of the Company (liable to retire by rotation) with effect from August 14, 2024, for the remaining tenure of her directorship up to September 10, 2026, on the terms and remuneration approved by the Members at the 33rd Annual General Meeting held on September 21, 2024. Her present term as Whole-time Director is due to expire on September 10, 2026.

Considering the valuable contribution made by Mrs. Sweta Shah to the Company's Administration and Marketing functions, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on August 10, 2026, has approved the re-appointment of Mrs. Sweta Shah as Whole-time Director of the Company, liable to retire by rotation, for a further period of 3 (three) years with effect from September 11, 2026, up to September 10, 2029, on the following terms and conditions:

A. **Tenure**: September 11, 2026 to September 10, 2029, liable to retire by rotation.

B. **Remuneration**: She shall receive remuneration by way of Salary and other benefits, as recommended by the Nomination and Remuneration Committee and approved by the Board and Members, the break-up whereof shall be as follows:

   i. Basic Salary: ₹2,50,000/- per month in the range of ₹2,50,000/- to ₹5,00,000/- per month, with such increment(s) from time to time as the Board/ Nomination and Remuneration Committee of Directors may deem fit.

   ii. House Rent Allowance (HRA): at the rate of 40% of Basic Salary.

   iii. Special Allowance: at the rate of 60% of Basic Salary.

   iv. Other Benefits:

      - Employer's contribution to Provident Fund: 12% of Basic Salary. To the extent not taxable under the Income Tax Act, 1961, this shall not be included in the computation of the ceiling on remuneration under Schedule V to the Act.

      - Gratuity: payable in accordance with Chapter V of the Code on Social Security, 2020 (which has repealed and replaced the erstwhile Payment of Gratuity Act, 1972, with savings), as amended from time to time

      - Ex-Gratia: up to 8.33% of Basic Salary or such higher amount, payable entirely at the discretion of the Management, depending on the financial performance and overall condition of the Company.

   v. Perquisites: Mrs. Sweta Shah, as Whole-time Director, shall be entitled to such perquisites as may be approved by the Board/Nomination and Remuneration Committee from time to time, subject to an overall ceiling of 100% of the Total Salary. However, the following shall not form part of perquisites for computing the ceiling on remuneration as per Schedule V: (a) contribution to Provident Fund and Superannuation Fund, to the extent not taxable under the Income Tax Act, 1961; (b) gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and (c) encashment of leave at the end of the tenure, as per the Rules of the Company.

vi. Sitting Fees: No sitting fees shall be payable to Mrs. Shah for attending meetings of the Board of Directors or any Committee thereof.

vii. Notice Period & Severance Fee: As per the Rules of the Company.

viii. Tax Deduction at Source (TDS): Applicable tax on the above remuneration shall be borne by Mrs. Shah as per law.

ix. Others: As uniformly applicable to all employees of the Company

C. **Powers and Responsibilities**: Mrs. Sweta Shah, in her capacity as Whole-time Director, shall be authorised to exercise such powers and shall be obligated to perform such functions and duties as may be deemed necessary to hold the office of Whole-time Director, or as may be assigned to her by the Board of Directors from time to time.

D. **Minimum Remuneration**: Notwithstanding the above, in the event of loss or inadequacy of profits in any financial year during the currency of her tenure, the Company shall, subject to the provisions of Schedule V to the Act and applicable law, pay to Mrs. Sweta Shah the remuneration specified above as minimum remuneration.

The Company has received from Mrs. Sweta Shah: (i) consent in writing to act as Whole-time Director, in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 confirming that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act read with the rules made thereunder; and (iii) a declaration that she has not been debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

The Company, as on date, is not in default in payment of dues to any bank, public financial institution, non-convertible debenture holders, or any other secured creditor, and accordingly prior approval of such creditors is not required for the proposed Special Resolution.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mrs. Sweta Shah as Whole-time Director under Section 190 of the Act.

Members may further note that, in terms of Regulation 17(6)(e)(i) of the SEBI Listing Regulations, the remuneration payable to executive directors who are promoters or members of the promoter group is subject to the approval of Members by Special Resolution if the annual remuneration payable to such director exceeds 5% of the net profits of the Company (in case of one such director), or exceeds 5% in aggregate for all such directors (in case of more than one). Approval of Members is accordingly sought by way of Special Resolution.

Except Mrs. Sweta Shah, being the appointee, and her spouse, Mr. Mayank Shah, Chairman and Managing Director, none of the other Directors or Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

Details of Mrs. Sweta Shah, pursuant to Regulation 36(3) of the SEBI Listing Regulations and SS-2, are set out in Annexure-A to this Notice. Further, disclosures pursuant to Section 197 of the Act read with Schedule V to the Act are set out in Annexure-B to this Notice.

The Company has disclosed all related information and, to the best understanding of the Board of Directors, no other information or facts are required to be disclosed that may enable Members to understand the meaning, scope and implications of this agenda item.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

Annexure- A

Details of Directors seeking appointment/re-appointment at the 35th Annual General Meeting (AGM), pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by ICSI.

Name of the Director	Dr. Chandan Chowdhury	Mrs. Sweta Shah
DIN	00906211	06883764
Age/DOB	67 Years (DOB: 19/02/1959)	49 Years (DOB: 14/11/1976)
Date of first appointment on the Board	26-10-2024	11-09-2021
Designation	Non-Executive Independent Director	Whole-time Director
Brief Resume	As detailed in the Explanatory Statement to Item No. 4 of the Notice.	She holds a Bachelor's degree in commerce (1997) from the University of Calcutta. She has worked as Chief Executive Officer of the Company in the past and currently looks after Administration & Marketing of the Company.
Expertise in specific functional area	Strategic Planning & Leadership, Operations Management, Research, Development & Innovation, Corporate Governance, Risk Management	Marketing and Administration
Qualification	MS in Mechanical Engineering; Ph.D. (Hungarian Academy of Sciences & Budapest University of Technology and Economics)	Bachelor's Degree in Commerce
Terms and conditions of appointment/re-appointment	As per the Explanatory Statement to Item No. 4 of the Notice	As per the Explanatory Statement to Item No. 5 of the Notice
Remuneration drawn in the Company for FY 2025-26	Nil (sitting fees paid ₹0.38 Million)	₹ 6.72 Million
Remuneration sought to be paid	As per the Nomination and Remuneration Policy of the Company	As per the Explanatory Statement to Item No. 5 of the Notice
Directorship in other listed Companies as on March 31, 2026	None	None
Listed entities from which the Director has resigned in the past three years	None	None
Member/Chairman of Committees of the Board of other listed Companies	None	None
Directorship in other public Companies as on March 31, 2026	None	None
Member/Chairman of Committees of the Board of other Public Companies	None	None
No. of shares held in the Company (including as beneficial owner) as on March 31, 2026	Nil	23,99,000
Relationship between the Directors and KMPs inter se	Not Applicable	Spouse of Mr. Mayank Shah, Chairman and Managing Director

No. of meetings of the Board attended during FY 2025-26	6 (six)	6 (six)
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements, pursuant to Regulation 36(3)(f)	The Nomination and Remuneration Committee identified strategic planning, global manufacturing and operations expertise, corporate governance, and risk management as the skills and capabilities required for this Independent Director role, having regard to the Company's manufacturing operations and international expansion. The Committee is of the view that Dr. Chandan Chowdhury possesses these skills and capabilities, as reflected in his profile set out in the Explanatory Statement to Item No. 4 of the Notice.	Not Applicable

ANNEXURE - B

Disclosure pursuant to Section 197 read with Schedule V to the Companies Act, 2013 and applicable Rules thereunder, in respect of Item No. 5 of the Notice (Re-appointment of Mrs. Sweta Shah (DIN: 06883764) as Whole-time Director of the Company)

I. General Information:

1. Nature of industry: Engineered Quartz and Natural Stone Surfaces (Marble & Granite).
2. Date of commencement of commercial production: The Company was incorporated on August 23, 1991, and its operating activities commenced thereafter. Its Wholly Owned Subsidiary, Global Surfaces FZE (Dubai, UAE), commenced commercial operations with effect from February 9, 2024.
3. In case of new companies, expected date of commencement of activities: Not applicable.
4. Financial performance based on given indicators: The standalone financial performance of the Company during the last three financial years is as under:

Particulars	FY ended March 31, 2026	FY ended March 31, 2025	FY ended March 31, 2024
Revenue from Operations	748.36	1,419.12	1,621.35
Other Income	373.93	228.86	149.49
Total Income	1,122.29	1,647.98	1,770.84
Net Profit/(Loss) for the period (Before Tax, Exceptional and/or Extraordinary Items)	164.41	118.78	257.84
Net Profit/(Loss) for the period Before Tax (After Exceptional and/or Extraordinary Items)	164.41	118.78	257.84
Net Profit/(Loss) for the period After Tax (After Exceptional and/or Extraordinary Items)	76.12	78.33	210.64

5. Foreign investments or collaborations, if any:

   (a) Foreign Investment - No foreign direct capital investment has been made in the Company during the last 3 financial years. Further, foreign investments in the Company include shareholding of FPIs, FIIs, NRIs and foreign nationals, which were acquired through the secondary market.

   (b) Foreign Collaboration - The Company has not entered into any foreign collaboration.

II. Information about the appointee:

6. Background, recognition or awards, job profile and suitability: Mrs. Sweta Shah holds a Bachelor's degree in Commerce (1997) from the University of Calcutta. She has worked as Chief Executive Officer of the Company in the past and currently looks after Administration & Marketing of the Company.

7. **Past Remuneration:**

Financial Year	Amount (₹ in Millions)
FY 2023-24	6.96
FY 2024-25	6.95
FY 2025-26	6.72

8. Remuneration Proposed: As set out in the Explanatory Statement to Item No. 5 of the Notice.

9. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: Mrs. Sweta Shah, Whole-time Director, has been associated with the Company for a considerable period and looks after Administration and Marketing of the Company. The remuneration paid by peer companies of comparable size and standing in the industry is broadly comparable with the overall managerial remuneration proposed to be paid by the Company. The remuneration proposed is therefore commensurate with the nature of the profile and position, having regard to the size of the Company in the industry in which it operates.

10. Pecuniary relationship, directly or indirectly, with the Company, or relationship with managerial personnel or other Director, if any: Mrs. Sweta Shah is the spouse of Mr. Mayank Shah, Chairman and Managing Director of the Company. There is no other pecuniary relationship between Mrs. Sweta Shah and the Company, except the remuneration drawn by her in her capacity as Whole-time Director and transaction as disclosed under the Statement of Related party transactions disclosed in Notes to the Financial statements.

III. Other information:

1. Reasons for loss or inadequate profits: The Company's standalone Total Income for FY 2025-26 declined to ₹1,122.29 million from ₹1,647.98 million in the previous year, primarily on account of: (a) the strategic realignment of production and export flows towards the Company's UAE facility (Global Surfaces FZE), undertaken in response to elevated tariffs on India-origin quartz exports to the United States, including the potential impact of the Section 201 global safeguard petition filed before the United States International Trade Commission; and (b) the discontinuation of the Bagru Unit's natural stone processing operations, effective March 31, 2026, on account of sustained financial and cash losses and significant under-utilisation of capacity at that unit. Notwithstanding the revenue contraction, the Company's standalone Net Profit After Tax remained broadly stable at ₹76.12 million (previous year: ₹78.33 million), reflecting improved operating efficiency at the India (engineered quartz) operations. The Company's profits are presently adequate; this resolution is being placed before the Members as a matter of prudence and in compliance with Schedule V to the Act, in the event profits become inadequate at any point during Mrs. Shah's tenure.

2. Steps taken or proposed to be taken for improvement: Following the discontinuation of the Operations at Bagru Unit, the Company enters FY 2026-27 as a leaner, more sharply focused engineered quartz manufacturer. Key steps undertaken/proposed include: (a) continued investment in the Company's dual-country, multi-shore manufacturing model across India and the UAE, enabling agility in responding to evolving global trade conditions and providing tariff-related advantages for exports to the U.S., Europe and Middle East markets; (b) product innovation and premiumisation, including the Quartzites series and the Marquartz collection (developed under exclusive patented technology), aimed at protecting EBITDA margins through a higher-value product mix; and (c) geographic diversification of the customer base into newer export markets and diversification into domestic market, to reduce dependence on any single export destination

3. Expected increase in productivity and profits in measurable terms: Given that the Company's performance is contingent on various external and dynamic factors, including global trade policy developments such as the U.S. Section 201 safeguard proceedings, currency movements, raw material costs, and evolving market demand across the Company's export geographies, the Company is not in a position to quantify the expected increase in productivity and profits in specific measurable terms at this stage. The restructuring initiatives undertaken during FY 2025-26, including the exit from the loss-making Bagru natural stone business and the enhanced capitalisation of the UAE facility, together with the Company's continued focus on premium product innovation and geographic diversification as detailed above, are expected to have a positive impact on the Company's operating performance and profitability over the tenure of this appointment.