

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 17TH ANNUAL GENERAL MEETING (17TH AGM) OF THE MEMBERS OF COFFEE DAY ENTERPRISES LIMITED WILL BE HELD ON THURSDAY 18 SEPTEMBER 2025 AT 11 A.M (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS.

THE REGISTERED OFFICE OF THE COMPANY SHALL BE THE DEEMED VENUE OF THE 17TH ANNUAL GENERAL MEETING.

ORDINARY BUSINESS:

Item No.1: To consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March 2025, together with the reports of the Board of Directors and Auditors thereon.

RESOLVED THAT Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 March 2025 together with the reports of the Board of Directors and Auditors thereon as placed before the Meeting be and are hereby adopted and approved.

Item No.2: To re-appoint a Director in place of Dr. I. R. Ravish (DIN: 09180669) who retires by rotation and being eligible offers himself for re-appointment.

‘RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Dr. I. R. Ravish (DIN: 09180669) who retires by rotation, be and is hereby re-appointed as a Director of the Company whose office is liable to retire by rotation.’

Item No 3 : Re-appointment of Statutory Auditors of the Company M/s. Venkatesh & Co, Chartered Accountants (ICAI Firm Registration No. 004636S) to hold office for a period of five consecutive years from the conclusion of this Annual General Meeting until the conclusion of the 22nd Annual General Meeting 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, 141, 142 and all other applicable provisions of the Companies Act, 2013 read with the Companies(Audit and Auditors) Rules, 2024 and other applicable rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Venkatesh & Co Chartered Accountants (ICAI Firm Registration No. 004636S) be and are hereby re-appointed as the Statutory Auditors of the Company for a second term to hold office for a period of five consecutive years from the conclusion of this Annual General Meeting (‘AGM’) till the conclusion of the 22nd Annual General Meeting of the Company to be held in the year 2030 at such remuneration including applicable taxes and out-of-pocket expenses, payable to them during their tenure as the Statutory

Auditors of the Company, as may be mutually agreed between the Board of Directors or any Committee of the Board and the Statutory Auditors from time-to-time.”

SPECIAL BUSINESS:

Item No 4: Regularization of additional director Mr. Bokkasa Chandrashekar Rao (DIN:10407487) by appointing him as Non Executive - Independent Director of the company.

To consider and if thought fit, to pass with or without Modification(s), the following resolution as Special resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation by Nomination & Remuneration Committee of the Company, Mr. Bokkasa Chandrashekar Rao (DIN: 10407487) was appointed as additional Non Executive Independent director of the company on 29th January 2025 and who holds office up to the ensuing Annual General Meeting and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for appointment as an Independent Director and in respect of whom the Company has received a notice in writing from the Member of the Company, proposing Mr. Bokkasa Chandrashekar Rao (DIN:10407487) candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby approved as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years on the Board of the Company.

“RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

Item No 5 : Regularization of additional director Mrs. Sowrabhi Ramadas (DIN: 11002032) by appointing her as Non Executive Director of the company.

To consider and if thought fit, to pass with or without Modification(s), the following resolution as Special resolution:

“RESOLVED THAT pursuant to the provisions of Section 150 and Section 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation by Nomination & Remuneration Committee of the Company Mrs. Sowrabhi Ramadas (DIN: 11002032) was appointed as additional Non-Executive director of the company on 17

March 2025 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director be and is here by appointed as the Non-Executive Non-Independent Director of the Company.

“RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

Item No 6. Appointment of M/s. G Akshay & Associates, Company Secretaries as Secretarial Auditor of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution: “RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (‘SEBI Listing Regulations’) and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of M/s. G Akshay & Associates (Firm Registration No : S2018KR612500) Company Secretaries as the Secretarial Auditor of the Company, to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report, for a period of five (5) consecutive years, commencing from the Financial Year 2025- 2026 till Financial Year 2029-2030, at such remuneration including applicable taxes and out-of-pocket expenses, payable to them during their tenure as the Secretarial Auditors of the Company, as may be mutually agreed between the Board of Directors or any Committee of the Board and the Secretarial Auditors from time-to-time.”

Item No 7 : Reappointment of Mrs. Malavika Hegde(DIN: 00136524) as CEO and Whole Time Director of the Company. To consider and if thought fit, to pass with or without Modification(s), the following resolution as Special resolution:

RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and as per the recommendation of Nomination and Remuneration Committee and as proposed by the Board in their meeting held on 14th August 2025, approval of the members be and is hereby accorded to reappoint Mrs. Malavika Hegde (DIN: 00136524) as a Whole-time Director and Chief Executive Officer of the Company, for a further period of 5 (five) consecutive years with effect from 31st

December, 2025 till 30th December 2030, on such remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item No 8. Re-appointment of Mr .K R Mohan (DIN : 01718628) as an 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 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the re-appointment of Mr .K R Mohan (DIN : 01718628), as an Independent Director of the Company by the Board of Directors based on the recommendation of the Nomination & Remuneration Committee and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, not liable to retire by rotation, to hold office for a second term of five consecutive years on the Board of the Company commencing from December 31, 2025 till December 30, 2030 be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper, expedient and to do all such acts, deeds and matters to give effect to this Resolution.

Item No 9 : Re-appointment of Dr. Vasundhara Devi (DIN : 07789047) as an 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 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to

time, the re-appointment of Dr. Vasundhara Devi (DIN: 07789047), as an Independent Director of the Company by the Board of Directors based on the recommendation of the Nomination & Remuneration Committee and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, not liable to retire by rotation, to hold office for a second term of five consecutive years on the Board of the Company commencing from December 31, 2025 till December 30, 2030 (both days inclusive) be and is hereby approved.

RESOLVED FURTHER THAT the Board (which includes a duly constituted Committee of the Board) be and is hereby authorised to take all such steps as may be necessary, proper, expedient and to do all such acts, deeds and matters to give effect to this Resolution.”

Other Matters:

Noting of the updated report issued by CrestLaw Partners (Independent law firm) on the recovery process undertaken by the company and its subsidiaries from Mysore Amalgamated Coffee Estates Limited.

Date: 22 August 2025
Place: Bangalore

By Order of the Board
for Coffee Day Enterprises Limited

Registered Office:
No.165, R.V.Road, (Near Minerva Circle)
Bangalore (KA) - 560004
CIN: L55101KA2008PLC046866

Sd/-
Sadananda Poojary
Company Secretary & Compliance Officer
Mem No.:FCS: 5223

IMPORTANT NOTES

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The registered office of the company shall be the deemed venue of the 17th AGM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the

authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.coffeeday.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

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

The remote e-voting period begins on 15th, September, 2025 at 09:00 A.M. and ends on 17th, September, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 11th September 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 11th September 2025.

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 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in	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

<p>demat mode with NSDL.</p>	<p>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.</p> <ol style="list-style-type: none"> 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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. <div style="border: 1px solid black; padding: 10px; margin-top: 10px;"> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> </div>
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<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>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.</p>

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
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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</p>

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 use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will

force you to change your password.

c) How to retrieve your 'initial password'?

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

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

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

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

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

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

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

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

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

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

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.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to akshay@gakshayassociates.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Falguni Chakraborty at evoting@nsdl.com

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 physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@coffeedaygroup.com
2. 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 investors@coffeedaygroup.com. If you are an Individual shareholders 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.com 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 EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

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

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

EXPLANATORY STATEMENT

The following Explanatory Statement sets out all material facts relating to the business under Item No. 4, 5, 6, 7, 8 and 9 of the accompanying Notice dated August 22, 2025.

Item No 4: Regularization of additional director Mr. Bokkasa Chandrashekar Rao (DIN:10407487) by appointing him as Non Executive - Independent Director of the company.

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and applicable SEBI regulations with the stock exchanges, appointment of Independent directors requires approval of members. Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors has appointed Mr. Bokkasa Chandrashekar Rao (DIN:10407487) as an Additional Director (Non-Executive Independent Director) on the Board of the Company with effect from 29th January

2025. The appointment of Mr. Bokkasa Rao Chandrashekar shall be for a period of 5 years, subject to approval by members in their meeting. Mr. Bokkasa Rao Chandrashekar is the member of Audit Committee of the Company.

The Company has received a declaration from Mr. Bokkasa Chandrashekar Rao that he meets criteria of Independence as prescribed both under 149(6) of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Mr. Bokkasa Chandrashekar Rao fulfils the conditions for his appointment as Independent Director of the company and Mr. Bokkasa Chandrashekar Rao is independent of management and possesses appropriate skills experience and knowledge.

Details of Mr. Bokkasa Chandrashekar Rao is provided in Annexure to the notice pursuant to the provisions of Listing Regulations and Secretarial Standards on general meetings (SS-2) issued by Institute of Company Secretaries of India.

Except Mr. Bokkasa Chandrashekar Rao (DIN:10407487) being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the special resolution set out at item no. 4 of the notice for approval of the members.

Item No 5 : Regularization of additional director Mrs. Sowrabhi Ramadas (DIN: 11002032) by appointing her as Non Executive Director of the company.

Mrs. Sowrabhi Ramadas, on the recommendation of Nomination and Remuneration Committee was appointed as an Additional Director of the Company on 19th March 2025 by the Board.

Mrs. Sowrabhi Ramadas, possesses requisite knowledge, experience and skill for the position of the Director. The Board on receipt of the said notice from the member and on recommendation of Nomination and Remuneration Committee and subject to the approval of members in this Annual General Meeting, has accorded its consent, to appoint Mrs. Sowrabhi Ramadas, as Non-Executive Director liable to retire by rotation. Mrs. Sowrabhi Ramadas, will not be entitled to any remuneration as per the Company policy for non-executive directors except sitting fees for attending Board Meetings.

Details of Mrs. Sowrabhi Ramadas is provided in Annexure to the notice pursuant to the provisions of Listing Regulations and Secretarial Standards on general meetings (SS-2) issued by Institute of Company Secretaries of India.

Except Mrs. Sowrabhi Ramadas (DIN: 11002032) no, other Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution. The Board recommends resolutions under Item No. 5 to be passed as a special resolution.

Item No 6: Appointment of M/s. G Akshay & Associates, Company Secretaries as Secretarial Auditor of the Company

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on May 29, 2025, have recommended and approved the appointment of M/s. G Akshay & Associates, Peer Reviewed Firm of Company Secretaries in Practice ('Secretarial Audit Firm') (Firm Registration No : S2018KR612500) as Secretarial Auditor of the Company, subject to approval of Members of the Company, on the following terms and conditions:

- a) Term of appointment: 5 (Five) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30.
- b) Proposed Fees: INR 1,70,000 /- (Rupees One Lac Seventy Thousand Only) plus applicable taxes and other out-of-pocket expenses in connection with the secretarial audit for Financial Year ending March 31, 2026, and for subsequent year(s) of their term, such fee as maybe mutually agreed between / determined by the Board of Directors (as per the recommendations of the Audit Committee) in consultation with the Secretarial Auditor. The fees for services in the nature of certifications and other professional work will be in addition to the secretarial audit fee as above and will be agreed between / determined by the Board of Directors (as per the recommendations of the Audit Committee) in consultation with the Secretarial Auditor.
- c) Basis of recommendations: The recommendations are based on evaluation and consideration of various factors such as industry experience, competency of the audit team, efficiency and quality in conduct of audit, independent assessment, etc.
- d) Credentials: M/s G Askhay & Associates is an independent, professionally managed, Peer Reviewed (by The Institute of Company Secretaries of India) firm established with diversified interests in the field of Corporate Advisory and Consultancy. The firm has provided professional services to a wide range of clients including the top 1000 listed companies, Banks, Financial Institutions, NBFC's, Fintech's & Promoters and various Consultants. M/s G Akshay & Associates has developed a specialized team that caters to the demand of the dynamic industry. The team is backed with years of experience and is a product of some of the premier institutes of India such as ICAI & ICSI. M/s G Akshay & Associates provide a comprehensive range of services including Due Diligence, Fund Raising activities, Valuation Consulting, Shareholders Agreements, Research, NBFC Compliances, Secretarial Audits, BSE & NSE Listed company compliances and FEMA advisory.
- e) Consent and Eligibility: The Secretarial Audit Firm has consented to their appointment and have confirmed that their appointment, if made, would be pursuant to Regulation 24A of SEBI Listing Regulations and that they are not disqualified to be appointed as the Secretarial Auditors in terms

of the provisions of SEBI Listing Regulations. The Secretarial Audit Firm holds a valid Peer Review Certificate issued by ICSI. None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolutions set out at Item No. 6 of the Notice. The Board recommends the Ordinary Resolution set out in the Notice under Item No. 6 in relation to the appointment M/s. G Akshay & Associates, Company Secretaries, as the Secretarial Auditors of the Company, for approval by the Members of the Company.

Item No 7 : Reappointment of Mrs. Malavika Hegde(DIN: 00136524) as CEO and Whole Time Director of the Company

The Board of Directors of the Company ("the Board") on the recommendation of Nomination and Remuneration Committee at the meeting held on August 14, 2025 has, subject to approval of members, reappointed Mrs. Malavika Hegde (DIN: 00136524) as a whole time Director designated as CEO & Whole Time Director of the company for a further period of 5 (five) consecutive years from 31st December 2025 till 30th December 2030 on terms and conditions as recommended by the Nomination and Remuneration Committee (the 'NRC Committee') of the Board and approved by the Board. It is proposed to seek members' approval for the reappointment of and remuneration payable to Mrs. Malavika Hegde (DIN: 00136524) as a Whole time Director and CEO of the Company, in terms of the applicable provisions of the Act. Broad particulars of the terms of appointment of and remuneration payable to Mrs. Malavika Hegde are as under:

a. Salary, Perquisites and Allowances per annum:

Mrs. Malavika Hegde shall not draw any monthly salary for serving on the Board as the Whole time Director including in the subsidiary company (ies).

b. General:

- (i) The Whole-time Director will perform her duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board / Managing Director from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board / Managing Director and the functions of the Whole time Director will be under the overall authority of the Managing Director/Board.
- (ii) The Whole-time Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
- (iii) The Whole-time Director shall adhere to the Company's Code of Conduct.

- (iv) Mrs. Malavika Hegde has rich and varied experience in the Coffee industry and has been fully involved in the Management of the Company after the demise of Chairman V.G.Siddhartha. It would be in the interest of the Company to continue to avail her considerable expertise and to appoint Mrs. Malavika Hegde as a Whole-time Director. Accordingly, approval of the members is sought for passing a Special Resolution for reappointment of Mrs. Malavika Hegde as a Whole-time Director, as set out in Part-I of Schedule V to the Act as also under sub-section (3) of Section 196 of the Act. Save and except as provided in the foregoing paragraph, Mrs. Malavika Hegde satisfies all the other conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for her appointment.
- (v) She is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of appointment of Mrs. Malavika Hegde under Section 190 of the Act.

Details of Mrs. Malavika Hegde are provided in "Annexure" to the Notice pursuant to the provisions of the provisions of Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mrs. Malavika Hegde is interested in the resolution set out at Item No. 7 of the Notice. The relatives of Mrs. Malavika Hegde may be deemed to be interested in the resolution set out at Item No. 7 of the Notice, to the extent of their shareholding interest, if any, in the Company.

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 aforementioned resolution.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the members.

ITEM NO. 8 : Re-appointment of Mr. K R Mohan (DIN 01718628) as an Independent Director of the Company

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and applicable SEBI regulations with the stock exchanges, Mr. K R Mohan (DIN 01718628) was appointed as an Independent Director of the Company for a period of 5 (five) consecutive years for a term up to 30 December, 2025. Mr. K R Mohan initial term as an Independent Director of the Company completes on 30 December, 2025, and he was reappointed by the Board of the Company as an independent Director in the Board meeting held on 22 August 2025. He is eligible for re-appointment for one more term. He is the member of Audit Committee, Nomination Remuneration Committee,

Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee of the Company. As on 31st March, 2025, he does not hold any shares of the Company.

As per the recommendation and approval of the Board of Directors in their meeting held on 22nd August, 2025 and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on his skills, rich experience, knowledge, contributions, continued valuable guidance to the management made by him during his tenure and outcome of performance evaluation of the Independent Directors, the approval of the Members of the Company needed for re-appointment of Mr. K R Mohan (DIN 01718628) as an Independent Non-Executive Director of the Company for the second term of 5 (five) years w.e.f. 31 December, 2025 till 30th December, 2030." and he shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013. The Company has received a declaration from Mr.K R Mohan, being eligible for re-appointment as Independent Director for the second term providing his consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. The Company has also received a declaration from Mr. K R Mohan confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and under Regulation 16(b) of the Listing Regulations, as amended from time to time and also is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, he fulfils the conditions specified in the Companies Act, 2013 and is independent of the management. In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member for proposing the candidature of Mr.K R Mohan to be re-appointed as an Independent Non-Executive Director of the Company as per the provisions of the Companies Act, 2013.

A copy of the draft letter for re-appointment of Mr.K R Mohan setting out the terms and conditions of re-appointment is available for inspection between 11.00 a.m. to 1.00 p.m. during office hours on all working days except Sundays and Holidays at the Registered Office of the Company.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail his services.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Mr.K R Mohan as an Independent Director of the Company.

Except Mr.K R Mohan, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise,

in the resolution set out at Item No. 8. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations

ITEM NO. 9 : Re-appointment of Dr. Vasundhara Devi (DIN 07789047) as a Woman Independent Director of the Company

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and applicable SEBI regulations with the stock exchanges, Dr. Vasundhara Devi was appointed as an Independent Director of the Company for a period of 5 (five) consecutive years for a term up to 30 December, 2025. Dr. Vasundhara Devi initial term as an Woman Independent Director of the Company completes on 30 December, 2025, and she was reappointed by the Board of the Company as an woman independent Director in the Board meeting held on 22 August 2025. She is eligible for re-appointment for one more term. She is the member of Nomination & Remuneration Committee of the Company. As on 31st March, 2025, he does not hold any shares of the Company.

As per the recommendation and approval of the Board of Directors in their meeting held on 22nd August, 2025 and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on his skills, rich experience, knowledge, contributions, continued valuable guidance to the management made by her during her tenure and outcome of performance evaluation of the Independent Directors, the approval of the Members of the Company needed for re-appointment of Dr. Vasundhara Devi (DIN 07789047) as an Independent Non-Executive Director of the Company for the second term of 5 (five) years w.e.f. 31 December, 2025 up to 30th December, 2030.” and she shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013. The Company has received a declaration from Dr. Vasundhara Devi, being eligible for re-appointment as Independent Director for the second term providing his consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. The Company has also received a declaration from Dr. Vasundhara Devi confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and under Regulation 16(b) of the Listing Regulations, as amended from time to time and also is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, she fulfils the conditions specified in the Companies Act, 2013 and is independent of the management. In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member for proposing the candidature of Dr. Vasundhara Devi to be re-appointed as an Woman Independent Non-Executive Director of the Company as per the provisions of the Companies Act, 2013.

A copy of the draft letter for re-appointment of Dr. Vasundhara Devi setting out the terms and conditions of re-appointment is available for inspection between 11.00 a.m. to 1.00 p.m. during office hours on all working days except Sundays and Holidays at the Registered Office of the Company.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement. The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail her services.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Dr. Vasundhara Devi as an Independent Director of the Company.

Except Dr. Vasundhara Devi, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 9. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations

ADDITIONAL DETAILS OF DIRECTOR W.R.T. 'ITEM NO. 4, 5, 7, 8 AND 9 OF THE NOTICE SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING OF THE COMPANY [PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR) REGULATIONS, 2015 AND SS-2 ISSUED BY ICSI]

Name of the Director	Mr. Chandrashekar Rao Bokkasa	Mrs. Sowrabhi Ramadas	Mrs. Malavika Hegde	Mr. Mohan Raghavendra Kondi	Dr. C.H.Vasundhara Devi
Date of Birth/Age	02/07/62 63 Years	12/08/76 49 Years	12/06/67 58 Years	30/09/60 65 Years	16/02/60 65 Years
Nationality	Indian	Indian	Indian	Indian	Indian
DIN	10407487	11002032	00136524	1718628	7789047
Date of Appointment on the Board	29th January 2025	17th March 2025	20 th June, 2008	7 th December 2020	7 th December 2020
Qualification	Chartered Accountant	MBA	B.Com	Master's in Business Administration. B.Com	Ph.D., in Economic empowerment of women through self help groups-A, M.A(Economics)

Directorship held in other Public Companies	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance
Memberships / Chairmanships of Committees as per Corporate Governance report held across all other listed Companies	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance
Shareholding in the Company	NIL	NIL	9991195(4.73 %)	NIL	NIL
Brief Profile	Mr. Chandrashekar Rao Bokkasa is a retired General Manager of Karnataka Bank. He is a Chartered Accountant. He has 35 years of experience in Credit, Operations Planning, and Financial Management. He has strong understanding of financial markets regulations, and industry trends. Skilled leader with expertise in team management, strategic planning, and stakeholder engagement.	Mrs. Sowrabhi Ramadas an MBA Graduate Started her corporate career at The Times of India. She was on the marketing team of Education Times for 2 years. She is a certified Career Counsellor catering to Domestic & Overseas education. She has worked for a Chennai based NGO called Vaishnavi Welfare and Charitable Trust which is addressing the concern of Malnourishment in children & women for a year.	Mrs. Malavika Hegde, Whole-time Director from the promoter family and commerce graduate from Mount Carmel College, has been appointed as Chairperson of the Company. Mrs. Hegde has been actively involved in the Group's hospitality business since 2008, contributing strategic guidance in positioning The Serai chain of resorts as a premium brand. Since 2020, she, along with an able team of professionals, has been	He is Independent Financial Advisor. He acted as a Director for Investment Banking in Jardine Fleming India Securities Limited	She has 34 years of experience in Planning Department, Government of Karnataka. She has served as a directorate of Economics and statistics. She has also served as Director of Karnataka State Women Development Corporation, Bengaluru

			leading the turnaround by solving debt issues and growth of the Coffee Day brand in cafes, vending machines, and kiosks.		
Remuneration last drawn (including sitting fee, commission, if any)	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance
Number of Meetings of the Board attended during the Financial Year (2024-25)	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance
Terms and Conditions of Appointment	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance

Directorship held in other Listed Companies (along with listed entities from which resigned in the past three years)	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance
Committee Chairmanship / Membership in other companies*	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance	Forms Part of the Corporate Governance
Relationship between Directors & Key Managerial Personnel	There is no relation with Directors & Key Managerial Personnel	There is no relation with Directors & Key Managerial Personnel	There is no relation with Directors & Key Managerial Personnel	There is no relation with Directors & Key Managerial Personnel	There is no relation with Directors & Key Managerial Personnel