POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

Notice is hereby given that pursuant to the provisions of the Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), applicable provisions of the Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, read with General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 03/2025 dated September 22, 2025 and other relevant circulars issued from time to time by the Ministry of Corporate Affairs (collectively termed as "MCA Circulars"), applicable circulars issued by Securities and Exchange Board of India ("SEBI"), from time to time (collectively termed as "SEBI Circulars") and other applicable laws, rules and regulations {including any statutory modification(s) or re-enactment thereof for the time being in force}, to transact the following special business, through Postal Ballot by electronic means only.

The Explanatory Statement, pursuant to the provisions of Section 102 and other applicable provisions of the Act read with the Rules made thereunder, setting out all material facts and the reasons/rationale thereof form part of this Postal Ballot Notice ("the Notice").

In compliance with Regulation 44 of Listing Regulations, provisions of Sections 108 and 110 of the Act read with the Rules made thereunder and the MCA Circulars, the Company has extended remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting postal ballot form. Accordingly, physical copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent by casting their vote through the remote e-voting system only. The detailed instructions for remote e-voting forms part of this Postal Ballot Notice.

The Board of Directors have appointed M/s. Sachapara and Associates, Practicing Company Secretaries, represented by Mr. Chirag Sachapara, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.

The remote e-voting schedule is given in the table below:

Cut-off date	Commencement of e-voting	End of e-voting:	Results announcement date (on or before)
Friday, August 14, 2026	Wednesday, August 19, 2026 at 9:00 A.M. (IST)	Thursday, September 17, 2026 at 5:00 P.M. (IST)	Monday, September 21, 2026

The Company has engaged the services of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) ("MUFG" or "Registrar and Transfer Agent" or "RTA"), for providing remote e-voting facility to the Members.

During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date, may cast their vote electronically in lieu of voting by physical ballot. The e-voting module shall be disabled by MUFG for voting after the end date and time of e-voting. Please read and follow the instructions on e-voting enumerated in the notes to this Postal Ballot Notice.

The Postal Ballot Notice shall also be placed on the website of the Company at www.efclimited.in , on the website of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and on RTA website at https://instavote.in.mpms.mufg.com.

The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. on Thursday, September 17, 2026.

SPECIAL BUSINESS:

ITEM NO. 1

PREFERENTIAL ISSUE OF UPTO 19,99,996 EQUITY SHARES BY WAY OF SWAP OF SHARES (FOR CONSIDERATION OTHER THAN CASH) FOR AN ACQUISITION OF 100% STAKE OF ULTRAFRESH MODULAR SOLUTIONS LIMITED (CIN: U74899MH1992PLC456913) ON FULLY-DILUTED BASIS.

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

"**RESOLVED THAT** pursuant to (i) the applicable provisions of Section 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules and regulations made thereunder (including any amendments, statutory modification(s) and/or re-enactment thereof for the time being in force) (hereinafter referred to as the "Act"), (ii) the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory amendments(s), modification(s) or re-enactment(s) thereof for the time being in force) ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendments(s), modification(s) or re-enactment(s) thereof for the time being in force), (iii) the listing agreements (including any statutory amendments(s), modification(s) or re-enactment(s) thereof for the time being in force) entered into by EFC (I) Limited ("Company") with BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on which the equity shares of the Company are listed, and in accordance with the instructions issued by Securities and Exchange Board of India ("SEBI"), BSE and NSE and other concerned and appropriate authorities and other applicable laws, (iv) in accordance with provisions of the Memorandum and Articles of Association of the Company, as amended, (v) the provisions of the Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 issued thereunder (including any statutory amendments(s), modification(s) or re-enactment(s) thereof for the time being in force), and

(vi) any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by the Government of India, the Ministry of Corporate Affairs, the SEBI and the Reserve Bank of India or any other statutory, regulatory or governmental authority, whether in India or outside India in each case to the extent applicable and including any statutory amendments(s), modification(s) or re-enactment(s) thereof for the time being in force, and subject to such other approvals, permissions, sanctions and consents as may be necessary and on such terms and conditions as may be prescribed by any of them in granting any such approval, consent, permission or sanction (as the case may be) (including any alterations, modifications, corrections, changes and variations, if any, that may be stipulated while granting such approvals, permissions, sanctions and consents as the case may be) imposed by any other regulatory authorities and which may be accepted by the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include any duly constituted committee empowered by the Board to exercise its powers including powers conferred under this resolution), the approval of the Members be and is hereby accorded to the Board to create, offer, issue and allot from time to time in one or more tranches upto 19,99,996 (Nineteen Lakh Ninety Nine Thousand Nine Hundred and Ninety Six) Equity Shares of the Company of the face value of Rs. 2 (Rupees Two) each fully paid up ("Equity Shares") on preferential basis at a price of Rs. 270 (Rupees Two Hundred and Seventy) per Equity Share including a premium of Rs. 268 (Rupees Two Hundred and Sixty Eight) per Equity Share aggregating to Rs. 53,99,98,920 (Rupees Fifty Three Crore Ninety Nine Lakh Ninety Eight Thousand Nine Hundred and Twenty) in accordance with the SEBI ICDR Regulations ("Preferential Allotment") and as per the terms highlighted in the explanatory statement to this Notice and subject to applicable laws and regulations, including the provisions of Chapter V of the SEBI ICDR Regulations and the Act, on such terms and conditions and as may think fit and at its absolute discretion to the persons mentioned herein below who are the shareholders of Ultrafresh Modular Solutions Limited (CIN: U74899MH1992PLC456913) ("Ultrafresh") on preferential basis for consideration other than cash i.e. swap of equity shares:

Sr. No.	Name of Allottee	Number of Shares	Percentage of Shareholding Post Allotment
1.	TTK Prestige Limited	10,20,038	0.68
2.	Dhruv Dinesh Trigunayat	4,72,005	0.31
3.	Priya Trigunayat	3,50,172	0.23
4.	D Sharma & Sons (HUF)	47,857	0.03
5.	Rahul Mangilal Jain	43,754	0.03
6.	Pranav Malhotra	32,661	0.02
7.	Aruna Sharma	14,367	0.01
8.	Nishi Sharma	9,571	0.01
9.	Sonal Ravikumar Mehta	9,571	0.01

RESOLVED FURTHER THAT the Equity Shares being offered, issued and allotted to the Investor by way of a preferential allotment shall inter-alia be subject to the following:

(i) The Equity Shares shall be issued and allotted by the Company to the Investors in dematerialised form within a period of 15 (fifteen) days from the later of: (i) date of the approval of this Special Resolution; or (ii) receipt of last of the approvals required for such issue and allotment by relevant regulatory authorities (including but not limited to the in-principle approval of BSE and NSE for the issue and allotment of the equity Shares to Investors on a preferential basis), and subject to transfer of shares of Ultrafresh in favor of the Company.

(ii) The relevant date for determination of the price for the purpose of the Preferential Allotment of Equity Shares is August 18, 2026, being the date falling 30 (thirty) days prior to the date on which the Preferential Allotment is approved by the members of the Company.

(iii) The Equity Shares shall be subject to lock-in/transferability restrictions in such manner and for such period as specified under Chapter V of the SEBI ICDR Regulations.

(iv) The Equity Shares offered, issued and allotted will be listed and traded on BSE and NSE in accordance with the applicable law, subject to the receipt of necessary regulatory permissions and approvals (including approval for listing and trading) as the case may be.

(v) The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, shall be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

(vi) The Equity Shares so offered and issued to the Proposed Allottees, are being issued by the Company for consideration other than cash (swap of equity shares).

(vii) The Equity Shares so offered, issued and allotted shall not exceed the number of equity shares as approved hereinabove.

(viii) Such other conditions as may be applicable pursuant to SEBI ICDR Regulations and other applicable law.

Without prejudice to the generality of the above, the issue of the Equity Shares shall be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable laws, consent of the Members of the Company be and is hereby accorded to record the names and details of the Investors in Form No. PAS-5, and issue a Private Placement Offer cum Application Letter in Form No. PAS-4, to the Investors inviting them to subscribe to the Equity Shares in accordance with the provisions of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, without being required to seek any further consent or approval of the Members, including without limitation (i) to vary, modify or alter any of the relevant terms and conditions, attached to the Equity Shares to be allotted to the Investor for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue, as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the Equity Shares, (ii) making applications to the Stock Exchanges for obtaining in-principle approvals, (iii) filing requisite documents/ make declarations/ filings with the Ministry of Corporate Affairs, Reserve Bank of India, SEBI, BSE, NSE and other regulatory or statutory authorities on behalf of the Company, (iv) filing of requisite documents with the depositories, (v) to resolve and settle any questions and difficulties that may arise in the preferential offer, (vi) issue and allotment of the Equity Shares, (vii) to represent the Company before any Government / regulatory authorities, (viii) to execute and deliver any and all documents, regulatory filings, certificates or instruments (including a certified copy of these resolutions), undertakings and to do or cause to be done any and all acts, deeds or things as may be necessary, appropriate or advisable solely in order to carry out the purposes and intent of, and to give effect to the foregoing resolutions, including any forms and documents that may be required to be filed with the concerned Registrar of Companies and other concerned regulatory authorities, (ix) to resolve and settle any matter, question, difficulty or doubt that may arise in regard to the issuance and allotment of Equity Shares and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit, and (x) to take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred upon them by these resolutions, as they may deem fit in their absolute discretion, to any Director(s), Committees(s), one or more officer(s), Company Secretary or employees of the Company to give effect to these resolutions including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities, and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as they may consider necessary, expedient or desirable for giving effect to this resolution, and that all actions taken by the Board in connection with any matter(s) referred to contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the copies of the foregoing resolutions, certified to be true by any one of the Directors or the Company Secretary, may be furnished to any person(s) as may be required."

By order of the Board of Directors
For EFC (I) Limited

Sd/-
Aman Gupta
Company Secretary

Date: August 18, 2026
Place: Pune

Notes:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed herewith.

2. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding Remote e-voting is being sent by electronic mode only to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company / Depositories as on Friday, August 14, 2026 ('Cut-off date'), and whose e-mail IDs are registered with the Depository Participants (DPs) or with the Company or its Registrar and Share Transfer Agent as on the Cut-off date. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. Newspaper advertisement(s) regarding dispatch of Postal Ballot Notice shall be published as per statutory requirements.

3. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the cut-off date.

4. A person who is not a Member as on the cut-off date should treat this notice for information purpose only.

5. In compliance of the provisions of Sections 108 and 110 of the Act and Rules framed thereunder and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is pleased to provide its Members the facility to exercise their right to vote electronically on the Postal Ballot through the Electronic Voting (e-voting) Services provided by MUFG. The instructions for electronic voting are annexed to this Postal Ballot Notice.

6. The Postal Ballot Notice shall also be placed on the website of the Company at www.efclimited.in, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the RTA's website at https://instavote.in.mpms.mufg.com/.

7. The e-voting schedule as below:

Cut-off date	**Commencement of e-voting**	**End of e-voting:**
Friday, August 14, 2026	Wednesday, August 19, 2026 at 9:00 A.M. (IST)	Thursday, September 17, 2026 at 5:00 P.M. (IST)

   During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form (including those Members who may not receive this Postal Ballot Notice due to non-registration of their email address with RTA or the DPs), as on the Cut-off date, may cast their vote electronically in lieu of voting by physical ballot. The e-voting module shall be disabled for voting after the end of the voting time.

8. **In accordance with MCA Circulars, the Company had made necessary arrangements for the Members to register their email address including PAN, KYC details and Nomination:**

   Members who have not registered their e-mail addresses so far are requested to register the same so that they can receive all future communications from the Company electronically. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, choice of nominations (optional), power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc. as directed below:-

a. For shares held in electronic form: to their Depository Participants (DPs).

b. For shares held in physical form: to the Company/Registrar and Transfer Agent by submitting the relevant required documents viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 pursuant to SEBI Master Circular dated May 7, 2024 and Circular dated June 10, 2024. The formats for updation of KYC details and Nomination are available on Company's RTA website at https://in.mpms.mufg.com/home.html and on the Company's website www.efclimited.in.

9. During the voting period, members can login to RTA's voting platform any number of times till they have voted on the resolution. However, once a member has cast their vote on the resolution, either partially or fully, they will not be allowed to modify or re-cast their vote.

10. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified for voting, that is, Thursday, September 17, 2026. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.

11. The Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny of the e-voting, and the result of the e-voting by Postal Ballot will be announced within 2 (Two) working days from the conclusion of e-voting and will also be displayed on the Company website www.efclimited.in, on the website of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) https://instavote.linkintime.co.in, and communicated to the Stock Exchanges.

12. All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date of e-voting. Alternately, Members may also send their requests to compliance@efclimited.in from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.

13. A member need not use all his / her / its votes nor does he / she / it need to cast all his / her / its votes in the same way.

14. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

15. **INFORMATION AND INSTRUCTIONS RELATING TO VOTING THROUGH E-VOTING**

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

INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL:

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e- Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG In Time" or "e voting link displayed alongside Company's Name" and you will be redirected to Insta Vote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS login facility

Shareholder registered in NSDL IDeAS	Shareholder not registered in NSDL IDeAS
a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "Login". b) Enter user id and password. Post successful authentication, click on "Access to e-voting". c) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.	a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. b) Proceed with updating the required fields. c) Post registration, user will be provided with Login ID and password. d) After successful login, click on "Access to e-voting". e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - By directly visiting the e-voting website of NSDL:

a) Visit URL: www.evoting.nsdl.com.
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH CDSL:

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 – CDSL Easi/Easiest facility:

Shareholder registered in CDSL Easi/Easiest	Shareholder not registered in CDSL Easi/Easiest
a) To login, visit URL: https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com. b) Click on New System My Easi New (Token) c) Login with user id and password d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period. e) Click on "LINK InTime/MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.	a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration. b) Proceed with updating the required fields. c) Post registration, user will be provided Login ID and password. d) After successful login, user able to see e-voting menu. e) Click on "Link InTime / MUFG InTime"or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

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

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

Login method for Shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

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

1. Visit URL: https://instavote.linkintime.co.in
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -
   A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
   B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
   C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
   D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with

your DP/Company.

Shareholders holding shares in* ***physical form* *but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*
Shareholders holding shares in* ***NSDL form**, shall provide 'D' above*
Shareholders holding shares in* ***CDSL form**, shall provide 'C' or 'D' above*

▶Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
▶ Click "confirm" (Your password is now generated).

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

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select '**View'** icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour/Against'** (If you wish to view the entire Resolution details, click on the '**View Resolution'** file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit'**. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes'**, else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

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

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

GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS ("CORPORATE BODY/ CUSTODIAN/MUTUAL FUND"):

STEP 1 – Registration

a) Visit URL: https://instavote.linkintime.co.in.
b) Click on Sign up under "Corporate Body/ Custodian/Mutual Fund"
c) Fill up your entity details and submit the form.
d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact

person's email ID.
f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.
b) Click on "Investor Mapping" tab under the Menu Section
c) Map the Investor with the following details:
   a. 'Investor ID' -
      i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
      ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
   b. 'Investor's Name - Enter full name of the entity.
   c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.
   d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
d) Click on Submit button and investor will be mapped now.
e) The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote through remote e-voting.

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

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.
b) Click on 'Votes Entry' tab under the Menu section.
c) Enter Event No. for which you want to cast vote. E vent No. will be available on the home page of Instavote before the start of remote evoting.
d) Enter '16-digit Demat Account No.' for which you want to cast vote.
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

METHOD 2 - VOTES UPLOAD:

a) Visit URL: https://instavote.linkintime.co.in and login with credentials as received in Step 1 above.
b) You will be able to see the notification for e-voting in inbox.
c) Select 'View' icon for 'Company's Name / Event number '. E-voting page will appear.
d) Download sample vote file from 'Download Sample Vote File' option.
e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

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

Helpdesk:

- **Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

  Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

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

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

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

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

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

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

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID
User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

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

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

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

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

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

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

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

*** For any other assistance or clarification, members may contact Mr. Aman Gupta, Company Secretary of the Company at compliance@efclimited.in**

EXPLANATORY STATEMENT
(pursuant to section 102 of the companies act, 2013)

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out all the material facts relating to the Special Business mentioned in this Postal Ballot Notice are given below:

ITEM NO. 1

PREFERENTIAL ISSUE OF UPTO 19,99,996 EQUITY SHARES BY WAY OF SWAP OF SHARES (FOR CONSIDERATION OTHER THAN CASH) FOR AN ACQUISITION OF 100% STAKE OF ULTRAFRESH MODULAR SOLUTIONS LIMITED (CIN: U74899MH1992PLC456913) ON FULLY-DILUTED BASIS.

The Board of Directors of the EFC (I) Limited ("Company"), on the recommendation of the Audit Committee, at its meeting held on August 18, 2026, has considered and approved the acquisition of 100% stake in Ultrafresh Modular Solutions Limited (CIN: U74899MH1992PLC456913) ("Ultrafresh") on fully-diluted basis through a Share Acquisition Agreement dated August 13, 2026 entered amongst the Company, Ultrafresh and shareholders of Ultrafresh ("Share Acquisition Agreement" or "Share Swap Agreement").

Ultrafresh: An Established Modular Furniture Solutions Brand

Ultrafresh, a 51% subsidiary of TTK Prestige Limited, is an established player in India's modular solutions segment, with a 25-year industry presence. The Company offers modular kitchens, wardrobes and other customised modular furniture solutions through an integrated model spanning design, manufacturing, supply and installation, with a strong focus on quality, functionality, customisation and contemporary design.

Ultrafresh owns a fully operational manufacturing facility at Nalagarh, Himachal Pradesh, supported by a dedicated design and execution team. Its factory-manufactured and professionally installed modular solutions position Ultrafresh to address the growing demand for modular furniture solutions in India.

The proposed acquisition is a natural extension of EFC's existing furniture manufacturing and Design & Build businesses. Ultrafresh's modular kitchens, wardrobes and customised interior solutions are complementary to EFC's existing product and service offerings.

The acquisition will combine EFC's manufacturing, supply-chain and Design & Build capabilities with Ultrafresh's dedicated design and execution team and manufacturing facility at Nalagarh, Himachal Pradesh.

Ultrafresh's manufacturing presence in North India will also provide EFC with a strategic regional footprint and strengthen its manufacturing and distribution capabilities.

The combination is expected to create synergies across design, manufacturing, supply, installation and customer reach, while expanding EFC's product portfolio and strengthening its presence in the organised modular solutions market.

Valuation and Share Swap: The Board of Directors has considered the valuation report of the Company issued by Mr. Mukesh Kumar Jain, IBBI Registered Valuer (Registration No.

IBBI/RV/03/2019/12285), the share swap valuation report for determine the swap ratio pursuant to acquisition of Ultrafresh issued by Mr. Mukesh Kumar Jain, IBBI Registered Valuer (Registration No. IBBI/RV/03/2019/12285), which were further supported by the fairness opinion provided by Rarever Financial Advisors, a SEBI registered Category-I Merchant Banker having Registration Number - INM000013217 vide their report dated August 18, 2026 and price determined of the company in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 ("SEBI ICDR Regulations"). Based on these reports, the aggregate consideration payable for acquiring 10,44,783 (Ten Lakh Forty Four Thousand Seven Hundred and Eighty Three) equity shares representing 100% stake in Ultrafresh on fully-diluted basis, amounting to Rs. 53,99,98,920 (Rupees Fifty Three Crore Ninety Nine Lakh Ninety Eight Thousand Nine Hundred and Twenty).

The Board has approved the swap ratio for the proposed share exchange between the Company and the shareholders of Ultrafresh. As per the approved swap ratio, the holders of equity shares of Ultrafresh shall receive 1,91,427 (One Lakh Ninety One Thousand Four Hundred and Twenty Seven) fully paid-up Equity Shares of the Company of face value Rs. 2 (Rupees Two) each for every 1,00,000 (One Lakh) equity shares of face value Rs. 10 (Rupees Ten) each held in Ultrafresh.

In terms of the provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") and rules framed thereunder including the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, the SEBI ICDR Regulations and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, any issue of securities on preferential basis requires the approval of Members of the Company by way of a special resolution.

Therefore, the consent of the members is being sought by way of a special resolution to issue and allot Equity Shares to respective shareholders of Ultrafresh through Preferential Allotment (swap of shares) in accordance with the provisions of the Act, SEBI ICDR Regulations, as amended, and any other applicable laws, including with respect to the pricing of the Equity Shares proposed to be issued by way of a preferential allotment.

The details in this regard as required in terms of the SEBI ICDR Regulations and the Act read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014, are as follows:

a) **Date of Board Resolution**: August 18, 2026

b) **Maximum number of specified securities to be issued, kind of securities and price at which security is being offered**:

The Company will issue and allot up to 19,99,996 (Nineteen Lakh Ninety Nine Thousand Nine Hundred Ninety Six) equity shares of the Company of the face value of Rs. 2 (Rupees Two) each fully paid up ("**Equity Shares**") on preferential basis at a price of Rs. 270 (Rupees Two Hundred and Seventy) per Equity Share including premium of Rs. 268 (Rupees Two Hundred and Sixty Eight) per Equity Share aggregating to Rs. 53,99,98,920 (Rupees Fifty Three Crore Ninety Nine Lakh Ninety Eight Thousand Nine Hundred and Twenty) to acquire 100% of the issued and paid-up capital of Ultrafresh on fully-diluted basis.

c) **Object and Material Terms of raising of securities**: To acquire 10,44,783 (Ten Lakh Forty Four Thousand Seven Hundred and Eighty Three) equity shares, representing 100% of the issued and paid-up capital of Ultrafresh on fully-diluted basis.

d) **Intention of promoters, directors, key management personnel or senior management of the company to subscribe to the offer**: None of the promoters, directors, key management personnel or senior management of the Company has expressed their interest to participate/ subscribe to the present offer.

e) **Relevant date with reference to which the price is determined**:

The Relevant Date for determining the price of Equity Shares for the purpose of the Preferential Allotment in accordance with the SEBI ICDR Regulations, is August 18, 2026, i.e., the date 30 (thirty) days prior to the date of the shareholders' meeting where the Preferential Allotment is approved.

It is proposed to issue equity shares at an issue price of Rs. 270 (Rupees Two Hundred and Seventy) per equity share i.e., the higher of the price determined in accordance with provisions of SEBI ICDR Regulations.

f) **Price and basis or justification for the price (including premium, if any) at which the offer or invitation is being made / basis on which the price has been arrived at along with report of the registered valuer**:

The Equity Shares are listed on BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**") and are frequently traded in accordance with the SEBI ICDR Regulations.

Accordingly, in terms of Regulation 164(1) of SEBI ICDR Regulations, the price at which equity shares will be allotted shall not be less than higher of the following:

(i) Volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the 90 (ninety) trading days preceding the Relevant Date is Rs. 189.24 (Rupees One Hundred Eighty Nine and Twenty Four Paisa) per Equity Share; or
(ii) Volume weighted average price of the equity shares of the Company quoted on the Stock Exchange, during the 10 (ten) trading days preceding the Relevant Date is Rs. 183.90 (Rupees One Hundred Eighty Three and Ninety Paise) per Equity Share.

The share price on the NSE has been considered for arriving at the floor price of the shares to be allotted under the Preferential Allotment.

In view of the above, the issue price of the equity shares to be issued to the Proposed Allottees shall not be less than to Rs. 189.24 (Rupees One Hundred Eighty Nine and Twenty Four Paisa) per Equity Share i.e., the higher of the prices determined in accordance with the provisions of SEBI ICDR Regulations.

Further, pursuant to provisions of regulation 163(3) and 164(1) of SEBI ICDR Regulations, and valuation report of the Company issued by Mr. Mukesh Kumar Jain, IBBI Registered Valuer (Registration No. IBBI/RV/03/2019/12285), the share swap valuation report for determine the swap ratio pursuant to acquisition of Ultrafresh issued by Mr. Mukesh Kumar Jain, IBBI Registered Valuer (Registration No. IBBI/RV/03/2019/12285), which were further supported by the fairness opinion provided by Rarever Financial Advisors, a SEBI registered Category-I Merchant Banker having Registration Number - INM000013217 vide their report dated August 18, 2026, the Board has taken issue price to Rs. 270 (Rupees Two Hundred and Seventy) per Equity Share i.e., the higher price to the price determined in accordance with the provisions of SEBI ICDR Regulations.

g) **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer**:

The Board of Directors of the Company, on the recommendation of the Audit Committee, at its meeting held on August 18, 2026, has considered and approved the acquisition of 100% stake in Ultrafresh on fully-diluted basis through the Share Swap Arrangement. The proposed acquisition is a natural extension of EFC's existing furniture manufacturing and Design & Build businesses. Ultrafresh's modular kitchens, wardrobes and customised interior solutions are complementary to EFC's existing product and service offerings. The acquisition will combine EFC's manufacturing, supply-chain and Design & Build capabilities with Ultrafresh's dedicated design and execution team, and manufacturing facility at Nalagarh, Himachal Pradesh.

Ultrafresh's manufacturing presence in North India will also provide EFC with a strategic regional footprint and strengthen its manufacturing and distribution capabilities. The combination is expected to create synergies across design, manufacturing, supply, installation and customer reach, while expanding EFC's product portfolio and strengthening its presence in the organised modular solutions market.

The Board of Directors has considered the valuation report of the Company issued by Mr. Mukesh Kumar Jain, IBBI Registered Valuer (Registration No. IBBI/RV/03/2019/12285), the share swap valuation report for determine the swap ratio pursuant to acquisition of Ultrafresh issued by Mr. Mukesh Kumar Jain, IBBI Registered Valuer (Registration No. IBBI/RV/03/2019/12285), which were further supported by the fairness opinion provided by Rarever Financial Advisors, a SEBI registered Category-I Merchant Banker having Registration Number - INM000013217 vide their report dated August 18, 2026. Based on the report, the aggregate consideration payable for acquiring 10,44,783 (Ten Lakh Forty Four Thousand Seven Hundred and Eighty Three) equity shares, representing 100% of the issued and paid-up capital of Ultrafresh on fully-diluted basis, aggregating to Rs. 53,99,98,920 (Rupees Fifty Three Crore Ninety Nine Lakh Ninety Eight Thousand Nine Hundred and Twenty). A copy of the valuation report is made available on the website of the Company at www.efclimited.in to facilitate online inspection by the Members of the Company.

h) **Shareholding pattern of the Company before and after the preferential issue**:

Sr. No.	Category	Pre-Issue		Post-Issue	
		no. of share held	% of share holding	no. of share held	% of share holding
	Promoter				
1	Indian - Individual	8,29,67,825	56.08	8,29,67,825	55.33
2	Indian - Body Corporate	-	-	-	
A	**Promoter Total**	**8,29,67,825**	**56.08**	**8,29,67,825**	**55.33**
	Non-Promoter				
3	Institutional Investors	1,49,94,210	10.13	1,49,94,210	10.00

B	**Public (Institutions) - Total**				
4	Resident Individuals	2,70,62,881	18.29	2,79,94,982	18.67
5	Non-Resident Indians	24,75,345	1.67	24,75,345	1.65
6	Foreign Companies	0	0.00	-	
7	Bodies Corporate	1,69,65,574	11.47	1,79,85,612	11.99
8	Others includes Directors and KMPs and their relatives	34,80,327	2.35	35,28,184	2.35
C	**Public (Non-Institutions) - Total**	0	0.00	-	
	Grand Total (A+B+C)	**14,79,46,162**	**100.00**	**14,99,46,158**	**100.00**

i) **Time frame within which the Preferential Allotment shall be completed**: In terms of the SEBI ICDR Regulations, the proposed Preferential Allotment will be completed within a period of 15 (fifteen) days from the date of shareholders approval.

Provided further that where the allotment to any of the Proposed Allottee is pending on account of pendency of any approval or permission by any regulatory authority or the Central Government, the allotment would be completed within 15 (fifteen) days from the date of the receipt of last such approval or permission.

j) **Lock in Period**: In accordance with Chapter V, Regulation 167 of the SEBI ICDR Regulations and any other applicable provisions of applicable laws for the time being in force, the equity shares allotted on a preferential basis shall be subject to post-issue lock-in requirements as follows:

i. Equity shares allotted to persons other than the promoters or promoter group shall be locked-in for a period of 6 (six) months from the date of trading approval.

As per Regulation 167(6) of the SEBI ICDR Regulations, the requirement of pre-preferential allotment shareholding of the Proposed Allottee is not applicable, no allottee(s) has/have pre-preferential shareholding in the Company.

k) **Percentage of post preferential capital that may be held by them in the Company consequent to the Preferential Allotment**:

Sr. No.	Name of proposed Allottee	Category	Pre-Issue % Holding	Number of Equity Shares proposed to be allotted	Post Issue % Holding
1.	TTK Prestige Limited	Non-Promoter	Nil	10,20,038	0.68
2.	Dhruv Dinesh Trigunayat	Non-Promoter	Nil	4,72,005	0.31
3.	Priya Trigunayat	Non-Promoter	Nil	3,50,172	0.23
4.	D Sharma & Sons (HUF)	Non-Promoter	Nil	47,857	0.03
5.	Rahul Mangilal Jain	Non-Promoter	Nil	43,754	0.03
6.	Pranav Malhotra	Non-Promoter	Nil	32,661	0.02
7.	Aruna Sharma	Non-Promoter	Nil	14,367	0.01
8.	Nishi Sharma	Non-Promoter	Nil	9,571	0.01
9.	Sonal Ravikumar Mehta	Non-Promoter	Nil	9,571	0.01

l) **The change in control, if any, in the Company that would occur consequent to the preferential issue**: There will be no change in control of the Company consequent to the Preferential Allotment.

m) **Identity of the natural persons who are the ultimate beneficial owners of the equity shares proposed to be allotted and/or who ultimately control the proposed allottees**:

Sr. No.	Name of proposed Allottee	ultimate beneficial owners of the equity shares proposed to be allotted and/or who ultimately control
1.	TTK Prestige Limited	TTK Prestige Limited, is listed on the BSE Limited and National Stock Exchange of India Limited under the ticker symbols BSE: 517506 & NSE: TTKPRESTIG. Accordingly, based on the proviso to Regulation 163(1)(f) of the SEBI ICDR Regulations, no disclosure is required.
2.	D Sharma & Sons (HUF)	Dinesh Sharma

n) **Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price**: During the period from April 01, 2026, till date of notice of this Postal Ballot Notice, the Company has not made any preferential issue of equity shares.

o) **Maximum number of specified securities to be issued**: The resolution set out in this Notice authorize the Board to issue upto 19,99,996 (Nineteen Lakh Ninety Nine Thousand Nine Hundred and Ninety Six) Equity Shares of the Company of the face value of Rs. 2 (Rupees Two) each fully paid up ("Equity Shares") on preferential basis at a price of Rs. 270 (Rupees Two Hundred and Seventy) per Equity Share including premium of Rs. 268 (Rupees Two Hundred and Sixty Eight) per Equity Share to the Proposed Allottee by way of Preferential Issue.

p) **Re-computation of Issue Price**: Since the Company's equity shares are frequently traded and have been listed on a recognized Stock Exchange for more than 90 (ninety) trading days prior to the Relevant Date, there is no need for the Company to re-compute the price of equity shares to be issued and therefore, the Company is not required to submit the undertakings specified under the relevant provisions of the SEBI ICDR Regulations.

q) **Current and proposed status of the proposed allottees post the Preferential Allotment viz. promoter or non-promoter/ class or classes of persons to whom the allotment is proposed to be made**: All the Proposed Allottees form a part of Non-Promoter Category and their status will continue as Non-Promoter Category post the Preferential Allotment.

r) **Practicing Company Secretary's Certificate**: A copy of the certificate obatained from M/s Ajay Yadav & Associates (Firm Registration No.: 27919), Practicing Company Secretaries, certifying that the proposed Preferential Allotment is being made in accordance with the requirements of the SEBI ICDR Regulations, as applicable, is made available on the website of the Company at www.efclimited.in to facilitate online inspection by the Members of the Company.

s) **Declaration**: Company and each Directors of Company hereby declare that,

(i) It would re-compute the price of the Equity Shares in terms of the provisions of the SEBI ICDR Regulations where it is required to do so;
(ii) If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the above shares shall continue to be locked in till the time such amount is paid by the Proposed Allottees;
(iii) If the amount payable on account of re-computation of price is not paid within the time stipulated in the ICDR Regulations, if applicable, the above equity shares shall continue to be locked in till the time such amount is paid by the Proposed Allottee;
(iv) The Company has obtained the Permanent Account Number of each Proposed Allottee.
(v) The Company is in compliance with the conditions of continuous listing of equity shares as specified in the listing agreement with the Stock Exchange where the equity shares of the Company are listed and the SEBI LODR Regulations, as amended. The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI ICDR Regulations.
(vi) The Company does not have any outstanding dues towards SEBI, the Stock Exchanges or the Depositories.
(vii) The Company will make an application to the Stock Exchanges seeking its in-principle approval for the issuance of equity shares to the Proposed Allottee.
(viii) In accordance with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, as amended, no offer or invitation of any securities is being made to a body corporate incorporated in, or a national of, a country which shares a land border with India.
(ix) Neither the Company nor any of its Directors or Promoters are categorized as wilful defaulter(s) or fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulter(s) issued by the Reserve Bank of India. Consequently, the disclosures required under Regulation 163(1)(i) of the SEBI ICDR Regulations are not applicable.
(x) The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchange and the Listing Regulations, as amended and circulars and notifications issued by SEBI thereunder; and
(xi) The Company is eligible to make the Preferential Allotment to the Proposed Allottees under Chapter V of the ICDR Regulations.
(xii) The Company has complied with the provisions of the Act and the rules made thereunder.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives is/ are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 1 of this Notice except to the extent of their respective shareholding entitlements in the Company, if any. The Board of Directors of your Company, therefore, recommend the Resolution set out in item No. 1 of this Notice for the approval of the Members by way of passing a Special Resolution.

By order of the Board of Directors
For EFC (I) Limited

Sd/-
Aman Gupta
Company Secretary

Date: August 18, 2026
Place: Pune