Caliber Mining and Logistics Limited

(Formerly known as Caliber Mercantile Private Limited)
CIN: L74999MH2014PLC255811
Registered Office: MIDC Chandrapur Industrial Area, Plot No. B-38 to B-48,
Chinchala Village, Chandrapur – 442406, Maharashtra, India
Website: www.cmll.in **Email:** investors@cmll.in **Tel:** +91 7122996128

Dear Members,

Sub: Invitation to attend the Twelfth (12th) Annual General Meeting ("AGM") of Caliber Mining and Logistics Limited ("the Company") to be held on Wednesday, September 30, 2026.

You are cordially invited to attend the *Twelfth (12th)* AGM of the Company scheduled to be held on **Wednesday, September 30, 2026, at 03:00 p.m. (IST)** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The notice convening the AGM is enclosed herewith.

For ease of participation, key details regarding the meeting are as follows:

S. No.	Particulars	Details
1.	Link for participation in AGM through VC	https://www.evoting.nsdl.com/ Members may attend the AGM through VC by accessing the above link and by using the remote e-voting credentials. Please refer to the instructions of this Notice for further information.
2.	Link for remote e-voting	https://www.evoting.nsdl.com/
3.	Cut-off date for e-voting	***Wednesday, September 23, 2026***
4.	Time period for e-voting	Starts on ***Saturday, September 26, 2026, 9:00 A.M. (IST)*** Ends on ***Tuesday, September 29, 2026, 5:00 P.M. (IST)***
5.	Contact details of Registrar and Share Transfer Agent (RTA)	**KFin Technologies Limited** Selenium, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana, India Tel: +91 40 6716 2222 / 1800 309 4001 Email: einward.ris@kfintech.com
6.	Helpline number e-voting	**National Securities Depository Limited (NSDL)** Tel No. 022 - 4886 7000 Email: evoting@nsdl.com
7.	Helpline number for VC participation	For any assistance or support before or during the AGM, members may contact the Company at: Email: investors@cmll.in Tel No.: +91 7122996128
8.	Scrutiniser Details	CS Sachin Singh (Membership No.: 67686), Proprietor of. Sachin Singh & Associates, Practicing Company Secretaries (Certificate of Practice.: 28269, Peer Review Number: - 7242/2025)
9.	Company Contact details	Email: investors@cmll.in Tel No.: +91 7122996128

Best Regards,

For Caliber Mining and Logistics Limited

Sd/-
Riddhi Harish Varma
Company Secretary & Compliance Officer
Membership No. – *A68453*

Date: *September 05, 2026* **Place:** Nagpur

Enclosed:

1. Notice of the 12th Annual General Meeting
2. Instructions to vote electronically using NSDL e-voting system
3. Instructions for participation in AGM through VC

Notice of 12th Annual General Meeting

NOTICE is hereby given that the *Twelfth (12th)* Annual General Meeting ("AGM") of the members of **Caliber Mining and Logistics Limited** ("the Company") will be held on **Wednesday, September 30, 2026, at 03:00 p.m. (IST)** through Video Conference ("VC")/Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

1. **To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Statutory Auditors thereon**

   To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and Statutory Auditors thereon as circulated to the members, be and are hereby considered and adopted."

2. **To appoint a director in place of Mr. Rahul Roshanlal Chadda (DIN: 06900066) who retires by rotation and being eligible, offers himself for re-appointment**

   To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013, Mr. Rahul Roshanlal Chadda (DIN: 06900066), who retires by rotation at this meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. **To appoint M/s. NNJ & Co., Practicing Company Secretaries (Firm Registration Number: P2026MH480700) as Secretarial Auditors of the Company**

   To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other laws, rules, regulations, notifications and circulars (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force) as may be applicable, and based on the recommendation of the Audit Committee and approved by the Board of Directors of the Company, M/s. NNJ & Co., Company Secretaries (Firm Registration Number: P2026MH480700) a Peer Reviewed Firm, be and are hereby appointed as Secretarial Auditors of the Company, for a period of five consecutive years commencing from FY 2026-27 till FY 2030-31, at such annual fees plus applicable taxes and other out-of-pocket expenses as may be decided by the Board on the recommendation of the Audit Committee.

   RESOLVED FURTHER THAT approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board."

4. **To approve material related party transaction limits with M/s. CMPL SCR Joint Venture ('CSJV')**

   To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/arrangement(s)/transaction(s) with M/s. CMPL SCR Joint Venture ('CSJV') a related party of the Company, as set out in the Statement annexed to the Notice for an amount not exceeding in the aggregate Rs. 500,00,00,000/- (Rupees five hundred crores only) during the financial year 2026-27, provided that the said transactions are entered into/carried out on arm's length basis and in the ordinary course of business and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

   RESOLVED FURTHER THAT for the purpose of giving effect to the above, Members of the Company do hereby accord approval to the Board of Directors of the Company to finalize, execute, modify and amend all agreements, documents and writings, make representations in respect thereof and seek approval from relevant authorities and to do all acts, deeds and things necessary and expedient to give effect to the above resolution on behalf of the Company.

   RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution."

5. **To approve material related party transaction limits with M/s. KSR Freight Carriers ('KFC')**

To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/arrangement(s)/ transaction(s) with M/s. KSR Freight Carriers ('KFC') a related party of the Company, as set out in the Statement annexed to the Notice for an amount not exceeding in the aggregate Rs. 200,00,00,000/- (Rupees two hundred crores only) during the financial year 2026-27, provided that the said transactions are entered into/ carried out on arm's length basis and in the ordinary course of business and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Members of the Company do hereby accord approval to the Board of Directors of the Company to finalize, execute, modify and amend all agreements, documents and writings, make representations in respect thereof and seek approval from relevant authorities and to do all acts, deeds and things necessary and expedient to give effect to the above resolution on behalf of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution."

6. **To approve material related party transaction limits with Chadda Infraprojects LLP**

To consider and, if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to the Company to enter into contract(s)/arrangement(s)/ transaction(s) with Chadda Infraprojects LLP a related party of the Company, as set out in the Statement annexed to the Notice for an amount not exceeding in the aggregate Rs. 500,00,00,000/- (Rupees five hundred crores only) during the financial year 2026-27, provided that the said transactions are entered into/ carried out on arm's length basis and in the ordinary course of business and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Members of the Company do hereby accord approval to the Board of Directors of the Company to finalize, execute, modify and amend all agreements, documents and writings, make representations in respect thereof and seek approval from relevant authorities and to do all acts, deeds and things necessary and expedient to give effect to the above resolution on behalf of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee, Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution."

By Order of the Board of Directors
For Caliber Mining and Logistics Limited

Sd/-
Riddhi Harish Varma
Company Secretary & Compliance Officer
Membership No. – *A68453*

Date: *September 05, 2026* **Place:** Nagpur

Notes:

1. The Ministry of Corporate Affairs vide General Circular Nos. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. Accordingly, in compliance with the Circulars, the AGM of the Company is being held through VC. The deemed venue for the AGM shall be Registered Office of the Company.

2. Pursuant to Section 102 of the Companies Act, 2013 ("the Act") and the rules made thereunder and other applicable laws, an explanatory statement setting out material facts and reasons in respect of the business set out at Item No. 3, 4, 5 and 6 forms part of this Notice. Further, additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Director seeking appointment/re-appointment, also forms part of this Notice. Further, although Item No. 2 is not covered under Section 102 of the Companies Act, 2013, the Brief Profile of the Director is provided for disclosure purposes and is attached as Annexure 1 to the Notice.

3. In line with applicable MCA circulars, Notice of the AGM along with the Annual Report for FY 2025-26 and instructions for e-voting is being sent only by electronic mode to members whose email addresses are registered with the Company/Registrar and Share Transfer Agent ("RTA")/Depositories and whose names appear on the Register of Members/list of Beneficial owners, as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on *Friday, August 28, 2026*, the cut-off date. Any person who is not a member as on the cut-off date should treat this AGM Notice for information purposes only. The Company shall also send a letter providing weblink, including the exact path where complete details of the Annual Report (including the Notice of AGM) are available, to those member(s) who have not registered their email addresses with the Company/RTA/Depositories.

4. Notice of the AGM along with Annual Report for FY 2025-26 will also be placed on the website of the Company at https://cmll.in/, websites of the stock exchange(s) where the equity shares of the Company are listed i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com. The Company shall send the physical copy of the Notice of AGM and Annual Report for FY 2025-26 to those members who request for the same at investors@cmll.in.

5. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participants to receive the Notice of AGM and Annual Report for FY 2025-26 in electronic mode.

6. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since the AGM is being held through VC, the facility for the appointment of proxies by the members will not be available. Accordingly, the route map, proxy form and attendance slip are not being attached to this Notice.

7. Members attending the AGM through VC shall be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.

8. Corporate members intending to authorize their representatives to participate and vote at the AGM are requested to send a certified copy of the Board resolution/authorization letter to the Company by email to investors@cmll.in and the Scrutiniser at pcssachin.singh@gmail.com with a copy marked to evoting@nsdl.com.

9. The register of Directors and Key Managerial Personnel (KMP) and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee from the date of circulation of this Notice up to the date of the AGM i.e. September 30, 2026. Members seeking to inspect such documents can send an email to investors@cmll.in.

10. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by NSDL. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode and for members who have not registered their email addresses is provided in the 'Instructions to vote electronically' section which forms part of this Notice.

11. Members holding shares as on the cut-off date, i.e. ***Wednesday, September 23, 2026***, may cast their votes electronically. The e-voting period commences on ***Saturday, September 26, 2026, 9:00 A.M. (IST)*** and ends on ***Tuesday, September 29, 2026, 5:00 P.M. (IST)***. The e-voting module will be disabled thereafter. Members will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date ***Wednesday, September 23, 2026***. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.

12. In case of joint holders, the member whose name appears as first holder in the order of names as per the Register of Members of the Company as on the cut-off date ***Wednesday, September 23, 2026*** will be entitled to vote at the AGM.

13. Facility of joining the AGM through VC shall open 15 minutes before the time scheduled for the AGM.

14. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.

15. Members who would like to express their views or ask questions during the AGM may register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID, No. of shares, PAN, mobile number at investors@cmll.in on or before *Monday, September 28, 2026*. Those members who have registered themselves as a speaker will be allowed to express their views, ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM.

16. Any person who acquires shares and becomes a member of the Company after the Notice is sent and holding shares as on the cut-off date, i.e. *Wednesday, September 23, 2026*, may obtain the login ID and password by sending a request to evoting@nsdl.com. However, if such person is already registered with NSDL for remote e-voting, then they can use their existing user ID and password for casting the vote.

17. The Board of Directors has appointed CS Sachin Singh (Membership No.: 67686), Proprietor of M/s. Sachin Singh & Associates, Practicing Company Secretaries as the scrutinizer ("Scrutiniser") for scrutinizing the e-voting process in a fair and transparent manner and in accordance with the Act and the Rules made thereunder.

18. The Scrutinizer shall after the conclusion of Voting at the AGM, unblock the votes cast through e-Voting (i.e. votes cast during the AGM and votes cast through Remote e-Voting) and will submit a consolidated Scrutinizer's Report to the Chairperson of the AGM or any other person who shall be authorized by the Chairperson, who shall countersign the same. The results will be announced not later than two working days from the conclusion of the AGM. The Scrutiniser's decision on the validity of votes cast will be final. The result declared along with the Scrutiniser's report shall be placed on the Company's website at www.cmll.in and on the website of NSDL at www.evoting.nsdl.com. The Company shall simultaneously forward the results to NSE and BSE, where the shares of the Company are listed and shall also be displayed on the Notice Board at the Registered Office of the Company.

19. The resolutions will be deemed to be passed on the date of the AGM subject to receipt of the requisite number of votes in favour of the Resolutions.

20. Contact details of the person responsible to address the queries/grievances connected with facility for voting by electronic means is:

    Riddhi Harish Varma
    Company Secretary & Compliance Officer
    Park Avenue, 11th Floor, Chhaoni Rd, New Colony, Nagpur – 440 001, Maharashtra, India
    Email: investors@cmll.in
    Phone: +91 7122996128

Explanatory Statement

Explanatory Statement relating to the business mentioned in Item No. 3, 4, 5 and 6 in the accompanying Notice of the AGM, pursuant to Section 102 of the Act, is given below:

Item No. 3: To appoint M/s. NNJ & Co., Practicing Company Secretaries (Firm registration number: P2026MH480700) as Secretarial Auditors of the Company

Pursuant to the provisions of Section 204 and other applicable provisions of the Act, if any, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company is required to annex with its Board's Report, a Secretarial Audit Report given by a Company Secretary in Practice.

Further, in terms of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a listed Company shall appoint a peer reviewed firm as secretarial auditors for not more than two (2) terms of five (5) consecutive years, with the approval of the members at its AGM. This is the first Secretarial Auditor appointment being placed before members since the Company's equity shares were listed on BSE and NSE on July 24, 2026.

In view of the above, after evaluating and considering various factors such as industry experience, competence of the audit team, efficiency in conduct of audit, independence, etc. and, based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on *September 03, 2026*, subject to the approval of the members of the Company, approved the appointment of M/s. NNJ & Co., Practicing Company Secretaries (Firm Registration Number: P2026MH480700), a Peer Reviewed Firm, as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2026-27 till FY 2030-31.

NNJ & Co. has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. NNJ & Co. has furnished a declaration that they have not taken up any prohibited non-secretarial audit assignments for the Company. NNJ & Co. has given their consent to act as Secretarial Auditors of the Company and confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the SEBI Listing Regulations.

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

Proposed fees payable to the Secretarial Auditor	The proposed fees payable to the Secretarial Auditor for the financial year 2026-27 is ₹ 0.75 Lakhs. The remuneration for the subsequent year(s) of the term shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee in consultation with the Secretarial Auditor.
Term of appointment	5 (Five) Years
Material changes in the fee payable to the new Secretarial Auditor	No changes
Basis of recommendation for appointment, including the details in relation to and credentials of the Secretarial Auditor proposed to be appointed	M/s NNJ & Co. is a firm of Practising Company Secretaries with combined founder leadership experience of over 34 years. The Firm offers services across nine integrated practice areas, including Business Setup Services, Retainership Services, Audit and Certification, Representation & Liaising, Transaction Services, SEBI and Listing, Closure of Business, Pre-IPO Activities, and RBI and FEMA, and has a track record spanning secretarial audits, due diligence assignments (100+), M&A and restructuring transactions (10+), and IPO-readiness advisory for 9 companies across diverse industries. The Firm is led by CS Nishant Bajaj, Founder & Partner, an LL.B. graduate, Certified CSR Professional and Member of the ICSI, with over 16 years of experience in corporate governance, secretarial practice, regulatory compliance and corporate law; CS Nidhi Bajaj, Founder & Partner, an LL.B. graduate and Practising Company Secretary, with over 13 years of experience in corporate governance, corporate law and regulatory advisory; and CS Jessica Gandhi, Founder & Partner, an Associate Member of the ICSI, with over 5 years of experience in corporate governance, secretarial practice and regulatory compliance. The recommendation made by the Audit Committee and the Board is in fulfilment of the eligibility criteria prescribed under the Act, the rules made thereunder, and the SEBI Listing Regulations.

In addition, the Company may obtain other services in the nature of certifications and other permissible professional services as required from time to time and as approved by the Board of Directors in consultation with the Audit Committee.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution proposed under Item No. 3 of this Notice.

The Board recommends the passing of this resolution as set out in Item No. 3 for approval of the Members by way of an Ordinary Resolution.

Item Nos. 4, 5 and 6:

Pursuant to the applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with amendment thereof ("SEBI Listing Regulations") and the Company's Policy on Materiality of Related Party Transactions and also on dealing with Related Party Transactions of the Company ("the Policy"), the material related party transactions to be entered by the Company on arm's length basis with **M/s. CMPL SCR Joint Venture ('CSJV')**, **M/s. KSR Freight Carriers ('KFC')** and **Chadda Infraprojects LLP**.

The Audit Committee and the Board of Directors of the Company, at their respective meeting(s) held on May 19, 2026, have approved the related party transactions set out in Item Nos. 4 to 6 below, and have recommended the same for the approval of the Members. Each of the said transactions is proposed to be entered into / continued in the ordinary course of business of the Company and on an arm's length basis; however, since the value of each transaction exceeds the materiality threshold stated above, the same is being placed before the Members for approval by way of Ordinary Resolution(s), as mandated under Regulation 23(4) of the SEBI Listing Regulations, out of abundant caution and in the interest of good corporate governance.

In accordance with Regulation 23 of the SEBI Listing Regulations, "Material Related Party Transaction" means any transaction with a related party if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover as per the last audited financial statements of the Company ("material related party limit").

The details of the said transactions, as required to be disclosed pursuant to Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and paragraph A of Part A of Schedule III read with the SEBI Master Circular on related party transactions, are set out below:

Item No. 4: To approve material related party transaction limits with M/s. CMPL SCR Joint Venture ('CSJV')

The Company had earlier entered into a contract/work order with CSJV for removal of overburden (OB), coal extraction and other ancillary activities, for a tenure of 6 (six) years, which continues to remain in force. Since the value of related party transactions proposed to be undertaken with CSJV during Financial Year 2026-27 under the said continuing contract exceeds the materiality threshold prescribed under Regulation 23(1) of the SEBI Listing Regulations, the Members' approval is being sought for the said transaction value for Financial Year 2026-27, in terms of Regulation 23(4) thereof. This approval does not constitute a fresh mandate for the underlying 6-year contract itself, which was already entered into and is ongoing.

a. **Name of the related party:** M/s CMPL SCR Joint Venture.

b. **Name of the director or key managerial personnel who is related, if any:** CSJV is an entity formed as an 'Association of Persons' (AOP) in which the Company acts as the Lead Partner, represented by Mr. Mohit Satishkumar Chadda, Chairman & Managing Director of the Company. M/s Shree Chadda Roadlines ('M/s SCR'), the other Partner in the AOP, has Mr. Mohit Satishkumar Chadda, Mr. Rahul Roshanlal Chadda, Mr. Manish Krishanlal Chadda and/or Mrs. Priya Anuj Chadda and/or their relatives acting as its partners.

c. **Nature of relationship:** CSJV is a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, being an AOP in which the Company holds a 51% majority stake as Lead Partner, with M/s SCR (in which the aforesaid Executive Directors and/or their relatives are partners) holding the balance interest.

d. **Tenure of the proposed transaction(s):** The underlying contract/work order between the Company and CSJV was entered into for a tenure of 6 (six) years and is a continuing arrangement. The approval sought under this resolution is limited to the value of related party transactions to be undertaken with CSJV during Financial Year 2026-27 under the said continuing contract; approval for the transaction value applicable to subsequent years of the contract's tenure will be sought separately, as required.

e. **Nature, material terms, monetary value and particulars of the contract or arrangement:** The Company has an ongoing contract with CSJV, entered into for a tenure of 6 years, for removal of overburden (OB) and coal extraction and other ancillary activities. Pursuant to the said continuing arrangement, the related party transactions proposed to be undertaken with CSJV during Financial Year 2026-27 are estimated at an aggregate value not exceeding Rs. 500 Crores, which value is being placed before the Members for approval for the said Financial Year.

f. **Percentage of the Company's annual consolidated turnover for FY 2025-26 (immediately preceding financial year) represented by the value of the transaction:** 29.80% (based on the value of Rs. 500 Crores of transactions proposed to be undertaken during FY 2026-27 under the continuing contract).

g. **Details where the transaction relates to loans, inter-corporate deposits, advances or investments:** Not applicable.

h. **Justification for why the transaction is in the interest of the Company:** The proposed transaction is necessary, ordinary and incidental to the Company's business, is on commercial terms comparable to those available to unrelated third parties and plays a significant role in the Company's mining operations under an arrangement the Company has already been availing for the ongoing tenure of the contract. Continuing the arrangement for Financial Year 2026-27 is beneficial to the Company and its shareholders at large.

i. **Valuation report or other external party report relied upon, if any:** Not applicable.

j. **Any other information relevant for the Members to take an informed decision:** Save and except Mr. Mohit Satishkumar Chadda, Mr. Rahul Roshanlal Chadda, Mr. Manish Krishanlal Chadda, Mrs. Priya Anuj Chadda and their relatives (being Partners of M/s SCR and/or related to the Company's interest in CSJV), none of the other Directors, Key Managerial Personnel of the Company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice, except to the extent of their shareholding, if any, in the Company.

Item No. 5: To approve material related party transaction limits with M/s. KSR Freight Carriers ('KFC')

The Company had earlier entered into a contract/work order with M/s KSR Freight Carriers for coal transport and loading/unloading thereof, for a tenure of 3 years, which continues to remain in force. Since the value of related party transactions proposed to be undertaken with M/s KSR Freight Carriers during Financial Year 2026-27 under the said continuing contract exceeds the materiality threshold prescribed under Regulation 23(1) of the SEBI Listing Regulations, the Members' approval is being sought for the said transaction value for Financial Year 2026-27, in terms of Regulation 23(4) thereof. This approval does not constitute a fresh mandate for the underlying contract itself, which was already entered into and is ongoing.

a. **Name of the related party:** M/s KSR Freight Carriers.

b. **Name of the director or key managerial personnel who is related, if any:** M/s KSR Freight Carriers ("M/s KFC") is a partnership firm constituted under the Indian Partnership Act, 1932, in which Mr. Mohit Satishkumar Chadda, Mr. Manish Krishanlal Chadda and Mr. Rahul Roshanlal Chadda, Executive Directors of the Company, are Partners.

c. **Nature of relationship:** M/s KSR Freight Carriers is a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, being a partnership firm in which majority of the Executive Directors of the Company and/or their relatives hold partnership interest.

d. **Tenure of the proposed transaction(s):** The underlying contract/work order between the Company and M/s KSR Freight Carriers was entered into for a tenure of 3 years and is a continuing arrangement. The approval sought under this resolution is limited to the value of related party transactions to be undertaken with M/s KSR Freight Carriers during Financial Year 2026-27 under the said continuing contract; approval for the transaction value applicable to subsequent years of the contract's tenure will be sought separately, as required.

e. **Nature, material terms, monetary value and particulars of the contract or arrangement:** The Company has an ongoing contract with M/s KSR Freight Carriers, entered into for a tenure of 3 years, for coal transport and loading/unloading thereof. Pursuant to the said continuing arrangement, the related party transactions proposed to be undertaken with M/s KSR Freight Carriers during Financial Year 2026-27 are estimated at an aggregate value not exceeding Rs. 200 Crores, which value is being placed before the Members for approval for the said Financial Year.

f. **Percentage of the Company's annual consolidated turnover for FY 2025-26 (immediately preceding financial year) represented by the value of the transaction:** 11.92% (based on the value of Rs. 200 Crores of transactions proposed to be undertaken during FY 2026-27 under the continuing contract).

g. **Details where the transaction relates to loans, inter-corporate deposits, advances or investments:** Not applicable.

h. **Justification for why the transaction is in the interest of the Company:** The proposed transaction is necessary, ordinary and incidental to the Company's coal mining and logistics operations, is on commercial terms comparable to those available to unrelated third parties, and ensures timely and reliable transport and handling of coal under an arrangement the Company has already been availing for the ongoing tenure of the contract, which is beneficial to the Company and its shareholders at large.

i. **Valuation report or other external party report relied upon, if any:** Not applicable.

j. **Any other information relevant for the Members to take an informed decision:** Save and except Mr. Mohit Satishkumar Chadda, Mr. Rahul Roshanlal Chadda, Mr. Manish Krishanlal Chadda and their relatives, none of the other Directors, Key Managerial Personnel of the Company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice, except to the extent of their shareholding, if any, in the Company.

Item No. 6: To approve material related party transaction limits with Chadda Infraprojects LLP

Unlike Item Nos. 4 and 5 above, the Company does not have any subsisting contract or arrangement with Chadda Infraprojects LLP. However, the Company may, in the ordinary course of its business, need to enter into related party transactions with Chadda Infraprojects LLP by way of availing and/or rendering of services during Financial Year 2026-27, the anticipated aggregate value whereof may exceed the materiality threshold prescribed under Regulation 23(1) of the SEBI Listing Regulations. Accordingly, and as a matter of prudence, the Members' prior approval is being sought under Regulation 23(2) and 23(4) of the SEBI Listing Regulations for related party transactions that may be entered into with Chadda Infraprojects LLP during Financial Year 2026-27, for an aggregate value not exceeding Rs. 500 Crores, so that no such transaction is entered into without the Members' approval having first been obtained.

a. **Name of the related party:** Chadda Infraprojects LLP.

b. **Name of the director or key managerial personnel who is related, if any:** Caliber Natural Resources Private Limited (CNRPL), a wholly owned subsidiary of the Company, the Company itself (CMLL), and Mr. Rahul Roshanlal Chadda, Whole-time Director of the Company, are its Partners.

c. **Nature of relationship:** The Company is a Partner in Chadda Infraprojects LLP, and the LLP is accordingly a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations. The Company's percentage share of profit/capital contribution in the LLP is 29%.

d. **Tenure of the proposed transaction(s):** No contract or arrangement presently subsists between the Company and Chadda Infraprojects LLP. This approval is accordingly being sought on a prospective basis, to enable the Company to avail and/or render services from/to Chadda Infraprojects LLP, if and as the need arises, at any time during Financial Year 2026-27, up to the aggregate value stated below; approval for the transaction value applicable to subsequent financial years, if required, will be sought separately.

e. **Nature, material terms, monetary value and particulars of the contract or arrangement:** The proposed transaction(s), if and when entered into, would be by way of availing and/or rendering of services of a general nature, in the ordinary course of business and on an arm's length basis. As no contract presently subsists and no transaction has yet been entered into, the exact nature, terms and timing of the services cannot be determined in advance. The Members' approval is accordingly being sought for an aggregate transaction value not exceeding Rs. 500 Crores for Financial Year 2026-27, to enable the Company to undertake such transaction(s) as and when the need arises during the said Financial Year, without further reference to the Members, provided the aggregate value does not exceed the said limit.

f. **Percentage of the Company's annual consolidated turnover for FY 2025-26 (immediately preceding financial year) represented by the value of the transaction:** 29.80%.

g. **Details where the transaction relates to loans, inter-corporate deposits, advances or investments:** Not applicable.

h. **Justification for why the transaction is in the interest of the Company:** The proposed transaction is necessary and incidental to the Company's business requirements, is on commercial terms comparable to those available to unrelated third parties and is beneficial to the Company and its shareholders at large.

i. **Valuation report or other external party report relied upon, if any:** Not applicable.

j. **Any other information relevant for the Members to take an informed decision:** Save and except Mr. Rahul Roshanlal Chadda, Whole-time Director of the Company, and Mr. Anuj Krishanlal Chadda, Senior Management Personnel of the Company and husband of Mrs. Priya Anuj Chadda, Whole-time Director, and brother of Mr. Manish Krishanlal Chadda, Whole-time Director, who are Partners in Chadda Infraprojects LLP, none of the other Directors, Key Managerial Personnel of the Company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice, except to the extent of their shareholding, if any, in the Company.

None of the other Directors and Key Managerial Personnel of the Company, or their respective relatives, other than as stated against each item above, is in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 4, 5 and 6 of the Notice.

Annexure 1

Details of Director seeking appointment/re-appointment at this AGM

(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings)

Name of the Director	Rahul Roshanlal Chadda
Director Identification Number (DIN)	06900066
Designation and category	Whole-time Director (Executive Director)
Date of Birth and Age	December 29, 1990 (35 years)
Brief Profile, Qualification and Experience	Mr. Chadda holds a Bachelor of Business Administration (BBA) degree from Nagpur University. He has been associated with the Company since July 3, 2014, and has been actively involved in its operations and business activities. In addition to his association with the Company, he has been a partner in Shree Chadda Roadlines since February 26, 2008, and in KSR Freight Carriers since April 1, 2009. He is also associated with Caliber Infraproject LLP, Chadda Infraprojects LLP and Caliber Resorts Private Limited. With approximately 17 years of experience in the logistics sector and 5 years of experience in the mining sector, Mr. Chadda brings extensive industry knowledge and practical experience in logistics and mining-related operations. His longstanding association with businesses in these sectors has enabled him to develop an understanding of transportation, logistics and allied business operations, as well as the operational aspects of the mining industry. His experience and industry knowledge contribute to the Company's business operations and strategic decision-making.
Nature of expertise in specific functional areas	Logistics, Mining Operations, Business Administration and Strategy
Terms and conditions of appointment/re-appointment	Appointed as Whole-time Director, liable to retire by rotation
Date of first appointment on the Board	July 3, 2014
No. of meetings of the Board and Committee attended during FY 2025-26	During the financial year 2025-26, 4 (four) meetings of the Board were held, and all the meetings were attended by him. During the financial year 2025-26, 1 (one) meeting of CSR Committee was held, and the meeting was attended by him.
Directorships held in other companies (excluding Foreign Companies)	Caliber Foundation; Caliber Mines and Minerals Private Limited; Caliber Resorts Private Limited
Listed Entities from which he/she has resigned as Director in past 3 years	None
Memberships/Chairpersonships of Committees held (including this Company)	Chairperson, Corporate Social Responsibility Committee Member, Stakeholders' Relationship Committee
Details of remuneration sought to be paid	₹20.00 lakhs per month, with effect from April 1, 2025 (as approved by the Shareholders)
Remuneration last drawn	₹240.00 Lakhs for the Financial Year 2025-2026
Number of equity shares held in the Company	97,60,378 Equity Shares
Inter-se relationship with other Directors and KMP of the Company	Mr. Rahul Roshanlal Chadda is the cousin brother of Mr. Mohit Satishkumar Chadda, Mr. Manish Krishanlal Chadda and is the cousin brother-in-law of Mrs. Priya Anuj Chadda, Director of the Company. Except for the aforesaid relationships, he does not have any other inter-se relationship with the Directors and Key Managerial Personnel of the Company.

The re-appointment of Rahul Roshanlal Chadda, as Whole-time Director has been approved and recommended by the Board.

The Instructions for Members for Remote e-Voting and Joining the Meeting are as Under

The remote e-voting period begins on *Saturday, September 26, 2026, 9:00 A.M. (IST)* and ends on *Tuesday, September 29, 2026, 5:00 P.M. (IST)*. 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. *Wednesday, September 23, 2026*, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being *Wednesday, September 23, 2026.*

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

The way to vote electronically on the 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 meetings for Individual shareholders holding securities in demat mode

In terms of the SEBI circular dated December 09, 2020, on the 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 e-mail Id in their demat accounts in order to access the e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login, click on the NSDL e-Services e-Voting login page. Enter your 8-digit DP ID, 8-digit Client ID, PAN No. and the verification code, and generate an OTP. Enter the OTP received on your registered e-mail id/mobile number and click on login. After successful authentication, you will be redirected to the NSDL Depository site where you can see the e-Voting page and select the e-Voting service provider (NSDL) to cast your vote during the remote e-Voting period. 2. Existing IDeAS e-Services users can visit the e-Services website of NSDL, either on a Personal Computer or a mobile, log in under the "Beneficial Owner" icon, and access e-Voting services under "Value Added Services". 3. If you are not registered for IDeAS e-Services, the option to register is available on the NSDL e-Services website (select "Register Online for IDeAS Portal"). 4. Visit the e-Voting website of NSDL directly and log in with your User ID (your sixteen-digit demat account number held with NSDL), Password/OTP and Verification Code. 5. Shareholders/Members can also download the NSDL Mobile App "NSDL Speede" for a seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL.	1. Users who have opted for the CDSL Easi / Easiest facility can log in through their existing user id and password via the CDSL website and the "New System Myeasi" tab. 2. After successful login, eligible companies for e-voting will be displayed; clicking the e-voting option redirects to the e-Voting service provider for casting the vote. 3. If not registered for Easi/Easiest, registration is available on the CDSL website. 4. Alternatively, the e-Voting page can be accessed directly by providing the Demat Account Number and PAN, authenticated via an OTP sent to the registered Mobile & e-mail ID.
Individual Shareholders (holding securities in demat mode) logging in through their Depository Participants	Login using the credentials of your demat account through your Depository Participant registered with NSDL/CDSL for the e-Voting facility. Upon login, you will be able to see the e-Voting option and be redirected to the NSDL/CDSL Depository site and thereafter to the e-Voting website of NSDL, for casting your vote during the remote e-Voting period or for joining the virtual meeting & voting during the meeting.

Helpdesk for Individual Shareholders holding securities in demat mode, for technical issues related to login through the Depository (NSDL/CDSL):

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact the NSDL helpdesk by sending a request at evoting@nsdl.com or by calling 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact the CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or by calling the toll-free number 1800-21-09911.

B) Login Method for e-Voting and joining the 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 the NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open a web browser, either on a Personal Computer or a mobile, and navigate to the NSDL e-Voting website.
2. Once the home page of the e-Voting system is launched, click on the icon "Login", which is available under the 'Shareholder/ Member' section.
3. A new screen will open. Enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL e-Services (IDeAS), you can log in with your existing IDeAS credentials and proceed directly to Step 2 to cast your vote.
4. Your User ID details are given below:

Manner of holding shares (Demat with NSDL/CDSL or Physical)	Your User ID is:
a) For Members who hold shares in a demat account with NSDL.	8-character DP ID followed by an 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 a 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 the Folio Number registered with the Company. For example, if the folio number is 001*** and the EVEN is 101456, then your User ID is 101456001***.

Password details for shareholders other than Individual shareholders:

a) If you are already registered for e-Voting, you can use your existing password to log in and cast your vote.

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

c) How to retrieve your 'initial password'?

   i. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you by e-mail. Trace the e-mail sent from NSDL and open the attached .pdf file (the password to open it is your 8-digit Client ID for an NSDL account, the last 8 digits of the Client ID for a CDSL account, or your folio number for shares held in physical form). The .pdf file contains your 'User ID' and 'initial password'.

   ii. If your e-mail ID is not registered, follow the steps under "Process for those shareholders whose e-mail IDs are not registered" below.

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 holding shares in demat mode with NSDL or CDSL), available on the NSDL e-Voting website.

   b) "Physical User Reset Password?" (if holding shares in physical mode), available on the NSDL e-Voting website.

   c) If you are still unable to retrieve the password through the above options, you may send a request to NSDL with your demat account number/folio number, PAN, name and registered address.

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

7. After entering your password, tick "Agree" to the "Terms and Conditions" by selecting the check box, then click "Login". The Home page of e-Voting will then open.

8. Once you confirm your vote on a resolution, you will not be allowed to modify it.

General Guidelines for Shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG format) of the relevant Board Resolution/Authority Letter, etc., with the attested specimen signature(s) of the authorised signatory(ies), to the Scrutiniser by e-mail to pcssachin.singh@gmail.com, with a copy marked to evoting@nsdl.co.in. Institutional shareholders can also upload their Board Resolution/Power of Attorney/ Authority Letter by clicking on "Upload Board Resolution / Authority Letter" displayed under the "e-Voting" tab in their login.
2. It is strongly recommended that you do not share your password with any other person, and that you take utmost care to keep it confidential. Login to the e-voting website will be disabled after five unsuccessful password attempts; in such an event, use the "Forgot User Details/ Password?" or "Physical User Reset Password?" option on the NSDL e-Voting website to reset your password.
3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and the e-voting user manual for Shareholders, available in the download section of the NSDL e-Voting website, or call 022 - 4886 7000, or send a request to the NSDL e-Voting helpdesk.

Process for those shareholders whose e-mail IDs are not registered with the Depositories, for procuring a User ID and Password and registration of e-mail IDs for e-voting on the resolutions set out in this notice:

1. In case shares are held in physical mode, please provide the Folio No., name of the shareholder, a scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of the PAN card) and Aadhaar (self-attested scanned copy of the Aadhaar Card) by e-mail to *investors@cmll.in*.

2. In case shares are held in demat mode, please provide the DPID-CLID (16-digit DPID + CLID or 16-digit Beneficiary ID), name, client master or copy of the Consolidated Account Statement, PAN (self-attested scanned copy of the PAN card) and Aadhaar (self-attested scanned copy of the Aadhaar Card) to *investors@cmll.in*. Individual shareholders holding securities in demat mode should refer to the login method explained under Step 1(A) above.

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

How to cast your vote electronically and join the Meeting on the 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 the company for which you wish to cast your vote during the remote e-Voting period and cast your vote during the Meeting. For joining the virtual meeting, click on the "VC/OAVM" link placed under "Join Meeting".

3. You are now ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting the appropriate option, 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 a printout of the votes cast by clicking on the print option on the confirmation page.

The Instructions for Members for e-Voting on the Day of the AGM are as Under

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

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

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM; however, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

5. Members who would like to express their views or ask questions during the AGM may register themselves at least 48 hours in advance before the start of the AGM i.e. by Monday, September 28, 2026, 3:00 PM IST. by sending an e-mail to *investors@cmll.in*, mentioning their question along with their name, demat account number/folio number, e-mail id and mobile number. Only Members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending on the time available, for the smooth conduct of the AGM.

Instructions for Members for Attending the AGM Through VC/OAVM are as Under

1. Members will be provided a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access this by following the steps mentioned above for Access to the NSDL e-Voting system. After successful login, you can see the link "VC/OAVM" placed against the Company's name under the "Join Meeting" menu in the Shareholder/Member login. Members who do not have the User ID and Password for e-Voting, or have forgotten them, may retrieve them by following the remote e-Voting instructions mentioned in this document, to avoid last-minute rush.

2. Members are encouraged to join the Meeting through laptops for a better experience.

3. Members will be required to allow camera access and use a good-speed internet connection to avoid any disturbance during the Meeting.

4. Please note that participants connecting from mobile devices or tablets, or through a laptop connected via a mobile hotspot, may experience audio/video loss due to fluctuations in their network. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any such glitches.

5. Members who would like to express their views or ask questions during the AGM may register themselves at least seven days prior to the date of the Meeting, as described above.

General Instruction for Members

1. The Chairman shall formally propose to the Members participating through the VC/OAVM facility to vote on the resolutions set out in the Notice of AGM and shall also announce the start of the casting of votes at the AGM through the e-voting platform of NSDL; thereafter, e-voting at the AGM will commence.

2. The Scrutiniser shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast during the meeting, thereafter unlock the votes cast through remote e-voting, and make a consolidated Scrutiniser's report of the total votes cast in favour or against, if any, and submit the report to the Chairman of the Company or any authorised person, who shall countersign the same and thereafter announce the results of the e-voting. The results will be announced within the time stipulated under applicable law. The results, along with the Scrutiniser's report, shall be placed on the Company's website at www.cmll.in and on the website of NSDL at www.evoting.nsdl.com, and shall also be communicated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). The resolutions shall be deemed to be passed at the AGM subject to obtaining the requisite votes thereto.