Popular Vehicles & Services

Popular Vehicles and Services Ltd
Kuttukaran Centre
Mamangalam, Kochi 682025
t 0484 2341134
e cs@popularv.com
www.popularmaruti.com

CIN L50102KL1983PLC003741
KERALA – GSTIN 32AABCP3805G1ZW
TAMIL NADU- GSTIN 33AABCP3805G1ZU

Ref: PVSL/SEC/98/2025-26

Date: 27th November, 2025

To,
BSE Limited ("BSE"),
Corporate Relationship Department,
2nd Floor, New Trading Ring,
P.J. Towers, Dalal Street,
Mumbai – 400 001.

Scrip Code: 544144
ISIN: INE772T01024

To,
National Stock Exchange of India Limited ("NSE"),
"Exchange Plaza",
Plot No. C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051.

NSE Code: PVSL
ISIN: INE772T01024

Dear Sir/Madam,

Subject: Notice of Postal Ballot - Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed the Postal Ballot Notice for seeking approval of the Shareholders of the Company on the below mentioned resolution through remote e-voting process only:

Sl. No.	Description of Resolution
1.	To appoint Mr. Murali Narayanan (DIN: 11356917) as an Independent Director of the Company

In accordance with Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022,

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11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and latest being 03/2025 dated September 22, 2025 and any other relevant circulars and notifications issued by the Ministry of Corporate Affairs (herein collectively referred to as "MCA Circulars") and the SEBI (LODR) Regulations, 2015, the Postal Ballot Notice is being sent only by electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners as on Tuesday, November 25, 2025 ("Cut-off date").

The Company has emailed the Postal Ballot Notice along with Explanatory Statement on Thursday, November 27, 2025 to all those Members, whose e-mail addresses are registered with MUFG Intime India Private Limited (erstwhile Link Intime India Private Limited), the Registrar and Transfer Agent of the Company/Depository Participants and whose names appear in the Register of Members/List of Beneficial Owners as on Tuesday, November 25, 2025 ("Cut-off date"). The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Cut-off Date i.e. Tuesday, November 25, 2025.

The Company has engaged the services of MUFG Intime India Private Limited (for providing e-voting facility to all its members. The details of the procedure and instruction to cast the vote electronically forms part of the Postal Ballot Notice.

The e-voting will commence on Sunday, November 30, 2025 at 09.00 A.M. (IST) and shall end on Monday, December 29, 2025 at 05.00 P.M. (IST) (both days inclusive). MUFG Intime India Private Limited shall disable the e-voting module for voting thereafter.

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The Postal Ballot Notice is also available on the Company's website www.popularmaruti.com , websites of the Stock Exchanges i.e. BSE Limited (BSE) at www.bseindia.com, National Stock Exchange of India Limited (NSE) at www.nseindia.com and on the website of MUFG Intime India Private Limited at https://instavote.linkintime.co.in.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For Popular Vehicles and Services Limited

VARUN T V Digitally signed by VARUN T V
Date: 2025.11.27 18:11:39
+05'30'

Varun T.V.
Company Secretary & Compliance Officer
Membership No: A22044
Place: Kochi

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Notice of Postal Ballot

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

Dear Member(s),

NOTICE is hereby given, to the members of Popular Vehicles and Services Limited ("the Company") pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and other applicable provisions, if any, of the Act and Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time, Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and read with the General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 - 09/2024 dated September 19, 2024, and the latest being 03/2025 dated 22.09.2025 and any other relevant circulars and notifications issued by the Ministry of Corporate Affairs (herein collectively referred to as "MCA Circulars") and other applicable laws and regulations (including statutory modifications or re-enactments thereof), as amended from time to time, for seeking the consent of the members of the Company to transact the following Special Business(es) through the process of Postal Ballot, by electronic means ("remote e-voting") only.

The said Notice is also available on the website of the Company at www.popularmaruti.com and in the relevant section of the website of BSE Limited ('BSE') www.bseindia.com and National Stock Exchange of India Limited ('NSE') www.nseindia.com, on which the Equity Shares of the Company are listed and on the website of Registrar and Transfer Agent (RTA) MUFG Intime India Private Limited (MUFG) (erstwhile Link Intime India Private Limited) at https://in.mpms.mufg.com/.

In compliance with MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/ Depositories. If a member's e-mail address is not registered with the Company/ Depositories, then please follow the process provided in the Notes to receive this Postal Ballot Notice, login ID and password for remote e-voting. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.

An Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

The Board of Directors of the Company in their meeting held on Monday, 10th November, 2025 had appointed Mr. Myladoor Cherian Sajumon, Practicing Company Secretary (Membership No ACS 9868,CPN:2385) as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI LODR Regulations and the MCA Circulars, the Company has engaged the services of MUFG Intime India Private Limited ('MUFG') to provide remote e-voting facility to the Members of the Company. Please refer to the instructions in the Notes under the section "Voting through Electronic Means" for remote e-voting given after the proposed resolution for the process and manner in which remote e-voting is to be carried out. The communication of the assent or dissent of the members would only take place through the remote e-voting system.

The remote e-voting period commences at 9:00 A.M. (IST) on Sunday, 30th November 2025 and will end at 5:00 P.M. (IST) on Monday the 29th December, 2025, thereafter, the remote e-voting will be blocked and voting shall not be allowed beyond said time. After completing of scrutiny of the votes cast, the Scrutinizer shall, within 2 working days from the conclusion of the voting period of postal ballot, make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him/her. The Chairperson or a person authorized by him/her shall declare the result of the voting forthwith. The declared

Result, along with the Scrutinizer's Report, will be available forthwith on the Company's website at www.popularmaruti.com under the 'Investors' Section' and will also be forwarded to the NSE & BSE, where the Company's shares are listed and on the website of MUFG Intime India Private Limited ("MUFG Intime") (erstwhile Link Intime India Private Limited), the Registrar & Share Transfer Agents of the Company, at https://in.mpms.mufg.com/.

SPECIAL BUSINESS

ITEM NO. 1

To appoint Mr. Murali Narayanan (DIN: 11356917) as an Independent Director of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Section 110, 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder read with Schedule IV of the Companies Act, 2013 ("the Act") and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the company and on the recommendation of the Nomination and Remuneration Committee and approval of the Board, Mr. Murali Narayanan, (DIN: 11356917) who has submitted declaration that he meets the criteria for Independence as provided under the Act and the Listing Regulations and in respect of whom Company has received a notice in writing as required under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as Independent Director of the Company to hold office for five consecutive years with effect from 29th December, 2025 not liable to retire by rotation."

"**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197(5) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and Article 106 of the Articles of Association of the Company and on the recommendation of Nomination and Remuneration Committee and approval of Board, consent of the

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Members of the Company be and is hereby accorded for paying sitting fees of Rs. 1,00,000./- (Rupees One Lakhs Only) to the Independent Director for attending each meeting of the Board or of a committee in addition to reimbursement of actual expenses incurred for attending the meeting (s)."

"**RESOLVED FURTHER THAT** pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and on the recommendation of the Nomination and Remuneration Committee and approval of the Board, consent members of the Company be and is hereby accorded for the payment of commission (apart from sitting fees and expenses incurred for attending the meeting of the Board or the Committees(s) thereof) to Mr. Murali Narayanan in the manner or proportion and on such basis subject to an overall ceiling limit of 1% (one percent) of the net profits of the Company computed in the manner laid down under Sections 197 and 198 of the Companies Act, 2013, as amended, in each year available to all Directors of the Company other than the Managing Director, whole Time Directors and Nominee Director of the Company."

"**RESOLVED FURTHER THAT** the Board of directors (including any committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the resolution and for matters connected therewith or incidental thereto."

"**RESOLVED FURTHER THAT** Mr. John K. Paul, Whole Time Director (DIN: 00016513) be and is hereby authorized to file e-form DIR-12 with the Registrar of Companies and to make necessary entries in the statutory registers to the effect."

By Order of the Board
For Popular Vehicles and Services Limited
Sd/-

Place: Cochin
Date: 10th November, 2025

Varun T. V.
Company Secretary and Compliance Officer
ACS No. 22044

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Notes:

1. The Explanatory Statement pursuant to Section 102, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") setting out all material facts and reasons concerning the Resolutions in the accompanying Postal ballot Notice, is annexed hereto.
2. In compliance with Sections 108 and 110 of the Act and Rules made thereunder, the Company has provided the facility to the members to exercise their votes electronically through remote e-voting facility provided by MUFG Intime India Private Limited ("MUFG"). The instructions for electronic voting are annexed to this Postal Ballot Notice.
3. Voting rights of the members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on 25th November, 2025 ("Cut-off date"). Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting. In case a member has any queries or grievances regarding e-voting he or she may send mail to cs@popularv.com.
4. All the material documents referred in Postal Ballot Notice shall be available for inspection through electronic mode, basis the request being sent by Members on email id: cs@popularv.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
5. Members are informed that in case of joint holders, only such joint holder whose name stands first in the Register of Members of the Company / Register of beneficial owners as on cut-off date as received from Depositories in respect of such joint holding will be entitled to vote.
6. Institutional Members (i.e. other than individuals, HUF̀s, NRÌs etc.) are required to send scanned copy (PDF/JPEG Format) of the relevant board resolution/authority letter, etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through email to cfccochin@gmail.com with a copy marked to cs@popularv.com.

7. The remote e-voting period commences at 09:00 A.M. (IST) on Sunday, 30th November, 2025 and will end at 05:00 P.M. (IST) on Monday, 29th December, 2025, thereafter remote e-voting module will be blocked and voting shall not be allowed beyond said time. 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. Once a member casts the vote on the Resolution, he or she will not be allowed to change it subsequently.

8. In conformity with the applicable regulatory requirements, the Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories, on Tuesday, 25th November, 2025, ("Cut-Off Date") and who have registered their e-mail addresses with the Company or with the Depository Participant.

9. A person who becomes a member after the Cut-Off Date should treat this Notice for information purpose only.

10. A Member cannot exercise his/her/its vote by proxy on Postal Ballot

11. Members who have not registered their email address with the Company or Depository Participant, may complete the email registration process as under: i) Members holding shares in physical form and whose email addresses are not registered with the Company, may register their email address by sending scanned copy of a signed request letter mentioning name, folio number and complete address, self-attested scanned copy of the PAN Card; and self-attested scanned copy of any document (such as AADHAR Card, Driving Licence, Election Identity Card, Passport) in support of the address of the member as registered with the Company, by email at cs@popularv.com . ii) Members holding shares in demat form can update their email address with their Depository Participant.

12. Members may note that this Postal Ballot Notice will also be available on the Company's website at www.popularmaruti.com, websites of BSE Limited at www.bseindia.com and NSE at www.nseindia.com and on the website of MUFG Intime India Private Limited at instavote.linkintime.co.in.

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13. The documents referred to in the Notice and the Explanatory Statement would be available on the Company's website www.popularmaruti.com under 'Investors' Section' and also available for inspection without any fee by the members at the Registered Office of the Company during business hours from 11 am to 5 pm on any working day, excluding Saturday and Sunday, up to closure of remote e-voting on, 29th December, 2025.

14. The Board of Directors of the Company at its Meeting held on Monday, 10th November, 2025 have appointed Mr. Myladoor Cherian Sajumon, Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process and casting vote through the remote e-voting module in a fair and transparent manner.

15. The Scrutinizer shall, immediately after the conclusion of voting through remote e-voting unblock the votes cast through remote e-voting and make a scrutinizer's report of the total votes cast in favour and against, if any, and submit his report to the Chairman of the Company or any person authorised by him, on or before Wednesday, 31st December 2025. The declared Results along with the Scrutinizer's Report will be submitted to the BSE and NSE, displayed on the Notice Board of the Company at its Registered Office, available on the Company's website at www.popularmaruti.com. MUFG Intime India Private Limited, engaged by the Company for facilitating e-voting, will also display the Results on its website at www.instavote.linkintime.co.in.

16. The Scrutinizer's decision on the validity of the vote shall be final.

17. Resolutions passed by the members through Postal Ballot are deemed to have been passed as if the same were passed at a general meeting of the members convened in that regard on the last date specified for remote e-voting i.e. Monday, 29th December, 2025.

18. In case you hold shares in physical form, SEBI, vide its Circulars, has mandated furnishing of PAN, KYC details (i.e., postal address with PIN code, email address, mobile number, bank account details, etc.) and nomination details by holders of securities. In case any of the aforesaid documents/ details are not available in the records of the Company/ Registrar Transfer Agent (RTA), our RTA will be

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constrained to freeze your folio(s) impending submission. We therefore request you to take timely action to avoid inconvenience in future. In case you hold shares in demat form, keep your bank details, email address, postal address and contact number updated in your Account with Depository Participant.

19. The instructions for members for remote e-voting are as follows:

Remote e-Voting Instructions for shareholders:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

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

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".
b) Click on "Beneficial Owner" icon under "IDeAS Login Section".
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play | App Store

METHOD 2 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - 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.

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d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com & click on New System Myeasi Tab.
b) Enter existing username, Password & click on "Login".
c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL:
https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration
https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password
d) Follow steps given above in points (a-c).

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METHOD 2 - 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.

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, user shall navigate through "e-voting" option.
c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

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:

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STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.
b) Enter details as under:
   1. User ID: Enter User ID
   2. Password: Enter existing Password
   3. Enter Image Verification (CAPTCHA) Code
   4. Click "Submit".
      (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:
b)
   1. User ID: Enter User ID
   2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
   3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
   4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
      - Shareholders holding shares in **NSDL form**, shall provide 'D' above
      - Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

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5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon. E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No'
   and accordingly modify your vote.

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. Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund") STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

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A. Visit URL: https://instavote.linkintime.co.in
B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote).

<u>STEP 2 – Investor Mapping</u>

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu Section
C. Map the Investor with the following details:

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

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

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

STEP 3 – Steps to cast vote for Resolutions through InstaVote

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

METHOD 1 - VOTES ENTRY

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

METHOD 2 - VOTES UPLOAD

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

Helpdesk:

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

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

Individual Shareholders holding securities in demat mode:

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

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

Forgot Password:

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

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

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

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

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

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

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

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participant's website.

<u>General Instructions - Shareholders</u>

- 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".

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Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013

ITEM NO. 1

To appoint Mr. Murali Narayanan (DIN: 11356917) as an Independent Director of the Company

Mr. Murali Narayanan's appointment as an Independent Director for a term of five consecutive years was recommended by the Nomination and Remuneration Committee and approved by the Board in their meetings held on 10th November, 2025.

In terms of provision contained under Section 160 of the Companies Act, 2013 and the rules made thereunder, a person who is not a retiring director in terms of Section 152 shall, subject to the provisions of this Act, be eligible for appointment to the Office of Director at any General Meeting, if he or some member intending to propose him as a Director, has, not less than fourteen days before the meeting, left at the Registered Office of the company, a notice in writing under his hand signifying his candidature as a Director, or the intention of such member to propose him as a candidate for that office, or as they case may be, along with deposit of one lakh rupees. However, as per the proviso to Section 160 which is made effective February 09, 2018 the requirements of deposit of amount shall not apply in case of appointment of Independent Director. Since Mr. Murali Narayanan is proposed to be appointed as an Independent Director of the Company, there is no requirement of submission of requisite deposit.

Accordingly, Company has received a notice from a member proposing candidature of Mr. Murali Narayanan, for the office of Director in terms of Section 160 of the Companies Act, 2013.

Mr. Murali Narayanan has also given a declaration to the company that he meets criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment & Qualification of Directors) Rules, 2014 and relevant regulation of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. He does not hold any shares of the Company.

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Pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies, Mr. Murali Narayanan has confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority.

Further, he has also confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act.

A brief Profile of Mr. Murali Narayan is as follows:

Mr. Murali Narayanan is a visionary technology leader with 25+ years of global experience in driving digital transformation, innovation, and enterprise-scale operational excellence. His career spans leadership roles across GSK and Dell Technologies, where he has consistently delivered measurable business impact through the strategic deployment of Data, Artificial Intelligence (AI), Generative AI (GenAI), and Cloud Infrastructure.

He currently serves as the **Global Head of SRE Operations and AIOps at GSK**, leading hyper-scale Site Reliability Engineering (SRE), operational resilience, and AI-driven reliability programs across global technology operations. Prior to this, he was **Chief Technology Officer for the IMS Business at Dell Technologies**, where he spearheaded enterprise-wide AI adoption, advanced managed services, and large-scale transformation initiatives across global markets.

His expertise includes SRE, AIOps, AI-driven observability, automation strategy, cloud engineering, M&A integration, and high-performance tech leadership. He has delivered significant quantifiable outcomes—driving **over $66 million in cost savings**, **$2.8+ million in incremental annual revenue**, and expanding enterprise AI adoption by 20% through NVIDIA-powered AI platforms and next-generation automation frameworks such as SMARTOps and GenAI-based Customer Email Automation.

Mr. Narayanan has successfully led and scaled global teams of 650+ professionals (up to 1200+ in specific initiatives) and managed a **$260M P&L**, demonstrating deep capability in global operations, technology integration, and large-scale

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transformation. He played integral roles in the technology lifecycle for strategic mergers and acquisitions, including the **Dell–EMC merger**, as well as the acquisition and integration/separation of RSA, VMware, and Syncplicity.

An established innovator and thought leader, he holds **four U.S. patents** (one granted, three pending) in predictive analytics, Generative Automation, and AI-driven observability. He has authored over **15 research papers and articles**, with features in leading publications such as *The Hindu Business Line* and *The Financial Express*, contributing to industry perspectives on AI, multi-cloud, and intelligent automation.

He is a **Certified Independent Director** by the Indian Institute of Corporate Affairs (IICA), Ministry of Corporate Affairs (MCA), and is known for fostering high-performance cultures, with team engagement consistently exceeding **85%** in Great Place to Work (GPTW) assessments.

Academic Background

Mr. Narayanan's technical and leadership expertise is supported by strong academic credentials, including:

- **PhD Research (Pursuing):** Data and AI/Quantum Research under the National Quantum Mission, Pondicherry Central University
- **MBA:** Innovation & Strategic Leadership, John Moores University, Liverpool, UK
- **M.S. by Research:** Cloud Integration with Data Architecture, VIT University, Vellore
- **B.S. Engineering:** Computer Engineering, Glasgow Caledonian University, Scotland

Details as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India is provided as **Annexure A** forming part of the explanatory statement.

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None of the Other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested in the resolution set out at item No. 1 of the Notice. The Board recommends the Special Resolution as set out at item no. 1 for approval by the Members

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ANNEXURE A

DETAILS OF DIRECTORS RECOMMENDED FOR APPOINTMENT AS REQUIRED UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA.

Name of the Director	Mr. Murali Narayanan (DIN: 11356917)
Brief Profile	Murali Narayanan is a seasoned technology leader with extensive global experience driving transformation across artificial intelligence, modern engineering, automation, and cloud strategy. He has held senior leadership roles in multinational organisations, including GSK and Dell Technologies, where he led large, diverse teams and delivered significant improvements in reliability, efficiency, and digital capability. His work spans strategic technology adoption, operational excellence, and building resilient, AI-enabled enterprise environments. He is also a recognised innovator, holding multiple patents and contributing widely through research publications. As a Certified Independent Director, he combines strong governance perspective with deep technical insight. He continues to advance his academic pursuits through ongoing research in data, artificial intelligence, and emerging technologies.
Age	54 years
Date of First Appointment on the Board	First appointment shall be effective from 29th December, 2025 (e-voting conclusion date).
Qualifications	• **PhD Research (Pursuing):** Focused on Data and AI/Quantum Research

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	(National Quantum Mission) at Pondicherry Central University, India. • **MBA:** Innovation & Strategic Leadership from John Moores University, Liverpool, UK. • • **M.S. by Research:** Cloud Integration with Data Architecture from VIT University, Vellore, India. • **B.S. Engineering** in Computer Engineering from Glasgow Caledonian University, Scotland, UK.
Nature of expertise, experience in specific functional areas.	25+ years of leadership experience in technology strategy, digital transformation, and operational excellence across global organisations, including GSK and Dell Technologies, with progressive responsibilities spanning AI, automation, cloud engineering, and enterprise reliability across India, EMEA, and the Asia-Pacific regions.
Past Remuneration	Not Applicable
Terms and conditions of appointment/ re-appointment including Remuneration to be paid.	Appointment as an Independent Director, not liable to retire by rotation.
Number of shares held in the Company including shares held as a Beneficial Owner.	Nil
Relationship with other Directors / KMPs.	Not related to any Director or KMPs.
Directorships held in other Companies.	Not Applicable
Committee Chairmanship held in other Companies	Not Applicable

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Committee Membership held in other Companies	Not Applicable
Resignation from Listed entities in the past three years.	Nil
No. of Board Meetings of the Company attended.	Not Applicable

By Order of the Board
For Popular Vehicles and Services Limited
Sd/-

Place: Cochin
Date: 10th November, 2025

Varun T. V.
Company Secretary and Compliance Officer
ACS No. 22044