

**MANJUSHREE TECHNOPACK LIMITED**

Corporate Identity Number (CIN): U67120HR1987PLC138149

**Registered Office:** Plot No.486, Sector 8, IMT Manesar, IMT Manesar, Gurgaon, Manesar, Haryana, India, 122052 Telephone: 080 4343 6200

| Email: [investorrelations@manjushreeindia.com](mailto:investorrelations@manjushreeindia.com) | Website: [www.manjushreeindia.com](http://www.manjushreeindia.com)

**NOTICE OF POSTAL BALLOT**

**(Pursuant to Section 108 & 110 of the Companies Act, 2013 and applicable Rules made thereunder)**

To  
The Members,  
Manjushree Technopack Limited

Notice is hereby given that the resolutions set out below are proposed for approval by the Members of Manjushree Technopack Limited ("the **Company**") by means of Postal Ballot, only by remote e-voting process being provided by the Company to all its Members to cast their votes electronically, pursuant to Section 108 and 110 of the Companies Act, 2013 (the "**Act**"), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**"), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and any other applicable law, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolutions appended below are proposed to be passed by the Members by way of Postal Ballot only through remote e-voting i.e. voting through electronic means ("**e-voting**"):

The explanatory statement pursuant to Section 102 and other applicable provisions of the Act read with the applicable rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.

You are requested to record your assent or dissent only by means of remote e-voting system provided by the Company.

The Board of Directors of the Company ("**the Board**"), at its Meeting held on **13th January 2026** appointed Mr. Pramod S.M. (FCS Membership No. 7834 and Certificate of Practice No.13784), Partner, BMP & Co. LLP, Practicing Company Secretary and Mr. Biswajit Ghosh, (FCS Membership No. 8750 and Certificate of Practice No. 8239), Partner, BMP & Co. LLP, Practicing Company Secretaries as the Scrutinizer ("**Scrutinizer**") for conducting the e-voting process in a fair and transparent manner.

The Company has engaged the services of KFin Technologies Limited ("**KFin**" or "**Kfintech**") as the agency to provide e-voting facility. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting:	9:00 a.m. (IST) on Friday, 16th January 2026
End of e-voting:	5:00 p.m. (IST) on Saturday, 14th February 2026

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The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorized by him. The results of e-voting will be announced on or before Monday, 16<sup>th</sup> February, 2026, and will be displayed on the Company's website [www.manjushreeindia.com](http://www.manjushreeindia.com) and the website of Kfintech at <https://evoting.kfintech.com>, the agency for providing e-voting facility. The results will simultaneously be displayed at the registered office and corporate office of the Company.

The Resolutions along with the Explanatory Statement setting out the material facts are as follows:

#### **SPECIAL BUSINESS:**

#### **ITEM NO. 1: TO APPROVE THE RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION:**

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

**“RESOLVED THAT** in accordance with the provisions of Sections 13, 61 and other applicable provisions of the Companies Act, 2013 read with the applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, and subject to any approvals, permissions and consents as may be required in this regard, consent of the Members of the Company be and is hereby accorded for reclassification of the Authorised Share Capital of the Company from Rs. 25,10,00,000/- (Rupees Twenty-Five Crore and Ten Lakh Only) divided into 12,55,00,000 (Twelve Crore Fifty Five Lakh) equity shares of face value Rs. 2/- (Rupees Two) each to Rs. 25,10,00,000/- (Rupees Twenty-Five Crore and Ten Lakh Only) divided into 12,15,00,000 (Twelve Crore Fifteen Lakh) Equity shares of Rs. 2/- (Rupees Two) each and 40,00,000 (Forty Lakh), 0.001% Non-Convertible Redeemable Preference Shares of face value of Rs. 2/- (Rupees Two) each.

**RESOLVED FURTHER THAT** consent of the Members of the Company be and is hereby accorded for alteration of Clause V of the Memorandum of Association by substituting in its place and stead, the following new Clause V:

*‘V. The authorized share capital of the Company is Rs. 25,10,00,000/- (Rupees Twenty-five Crore Ten Lakh only) divided into 12,15,00,000 (Twelve Crore Fifteen Lakh) equity shares of face value of Rs. 2/- (Rupees Two) each and 40,00,000 (Forty Lakh), 0.001% Non-Convertible Redeemable Preference Shares of face value of Rs. 2/- (Rupees Two) each, with the rights, privileges and conditions attached thereto as are provided for by the regulations of the Company for the time being with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively preferential, deferred, qualified or special rights, privileges or conditions as may be determined by the regulations of the Company and to vary, modify or abrogate in such manner as may for the time being be provided by the regulations of the Company, and upon increase of capital, the Company may issue any new shares in priority to carry other shares present and future with any preferential, deferred, qualified or special rights, privileges or conditions as may be determined upon by the Company in a general meeting.’*

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**RESOLVED FURTHER THAT** the Managing Director & CEO, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required to give effect to this resolution and to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the authorized person in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**ITEM NO. 2: TO APPROVE THE CHANGE OF THE NAME OF THE COMPANY AND TO ALTER THE MEMORANDUM OF ASSOCIATION (“MOA”) OF THE COMPANY CONSEQUENT TO THE NAME CHANGE:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 of the Companies Act, 2013 and Rule 29 of the Companies (Incorporation) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications(s) or re-enactment(s) thereof, for the time being in force), as amended from time to time (“Act”), and subject to the approval of Central Government, the consent of the Members be and is hereby accorded for change of the name of the Company from “**MANJUSHREE TECHNOPACK LIMITED**” to “**ALTERNICQ LIMITED**” and to alter the Name Clause of Memorandum of Association of the Company, effecting the proposed change in name.

**RESOLVED FURTHER THAT** Clause I of Memorandum of Association (“MOA”) of the Company be and is hereby substituted with the following:

I. *The Name of the Company is “ALTERNICQ LIMITED”.*

**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to do the necessary filings with the statutory authorities and to do such other acts, deeds as may be required to give effect to the aforesaid resolution including filing any e-forms with the Registrar of Companies.

**RESOLVED FURTHER THAT** subsequent to obtaining all necessary approvals, including the approval of Central Government (power delegated to the Registrar of Companies), the name “**MANJUSHREE TECHNOPACK LIMITED**” wherever it appears on all the business letters, billheads, letter heads, notices and other official publications be substituted with “**ALTERNICQ LIMITED**” and also the former name will continue to be mentioned along with the new name for a period of two years in accordance with applicable law.

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**RESOLVED FURTHER THAT** the Managing Director & CEO, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to do the necessary filings with the statutory authorities and to do such other acts, deeds as may be required to give effect to the aforesaid resolution including filing any e-forms with the Registrar of Companies.”

**ITEM NO. 3: TO APPROVE THE ALTERATION OF THE ARTICLES OF ASSOCIATION (“AOA”) OF THE COMPANY CONSEQUENT TO THE NAME CHANGE:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read along with the rules framed thereunder (including any statutory modifications, amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India), and subject to the approval of Central Government, the consent of the Members be and is hereby accorded, in consequent to the change of the name of the Company, to amend the Articles of Association (“**AOA**”) of the Company by replacing the words “**MANJUSHREE TECHNOPACK LIMITED**” with “**ALTERNICQ LIMITED**” wherever appearing in the AOA.”

“**RESOLVED FURTHER THAT** the Managing Director & CEO, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to do the necessary filings with the statutory authorities and to do such other acts, deeds as may be required to give effect to the aforesaid resolution including filing any e-forms with the Registrar of Companies.”

**ITEM NO. 4: TO ISSUE, OFFER AND ALLOT 0.001% CUMULATIVE, NON-PARTICIPATIVE, NON-CONVERTIBLE, REDEEMABLE PREFERENCE SHARES ON PRIVATE PLACEMENT BASIS:**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 55 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable rules, regulations and notifications framed thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force and enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, permissions and sanctions of such authorities as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions by any of the authorities, approval of the Members of the Company be and is hereby accorded to create, offer, issue and allot, in one or more tranches, upto 40,00,000/- (Forty Lakh) 0.001% Cumulative, Non-participative, Non-Convertible, Redeemable Preference Shares (“NCRPS”) of

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face value of Rs. 2/- (Rupees Two each) each at a premium of Rs. 623/- (Rupees Six Hundred Twenty-Three Only) per NCRPS, for cash, for an aggregate amount not exceeding Rs. 250,00,00,000 (Rupees Two Hundred and Fifty Crores) to Pravesha Industries Private Limited (“**PIPL**”), on a private placement basis, on such terms and conditions as set out in the draft private placement offer cum application letter in prescribed Form PAS-4, circulated to the Members along with the Notice of Postal Ballot.

**RESOLVED FURTHER THAT** the principal terms of the NCRPS shall be as follows:

Sl. No	Terms	Particulars
1	Priority with respect to payment of dividend or repayment of capital vis-a-vis equity shares	<b>NCRPS shall carry a preferential right vis-à-vis equity shares of the Company only with respect to repayment of capital and payment of dividend.</b>
2	Participation in surplus fund.  Participation in surplus assets and profits, on winding-up which may remain after the entire capital has been repaid.	NCRPS shall not be entitled to participate in the surplus funds (other than entitlement for dividend as per terms of the NCRPS), surplus assets and profits which may remain after the entire capital has been repaid, on winding up of the Company.
3	Face value	NCRPS shall have a face value of Rs 2/-(Rupees Two) each.
4	Term	NCRPS shall have a maximum tenure of Three Years from the date of allotment (“ <b>Term</b> ”).
5	Dividend	NCRPS will carry a dividend of 0.001% per annum on cumulative basis (calculated on face value).
6	Conversion	NCRPS shall not be convertible into equity shares of the Company
7	Voting rights	NCRPS shall carry voting rights as per the provisions of Section 47(2) of the Companies Act, 2013.
8	Redemption of NCRPS	Each NCRPS shall be redeemable at 801.40/- (Rupees Eight Hundred One and Forty Paise Only) on the expiry of the Term.

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9	Early redemption of NCRPS	Prior to the expiry of the Term, the Company shall have the right (but not the obligation) to redeem all or part of the NCRPS at any time after one year from the date of allotment, at par (or at such premium as may be agreed), subject to compliance with applicable provisions of the Companies Act, 2013 and other applicable laws.
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**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, the Managing Director & CEO, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to take all actions and do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient for creation, offer, issuance, allotment and redemption of such NCRPS to PIPL, including but not limited to appointment of any institutions/ banks, consultants, valuers, legal advisors or any other body or person, to execute and sign any agreements, application, undertakings and such other documents as may be required in this regard, to file such application, forms, returns and other requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to authorise any officer(s) / executive(s) of the Company to exercise all or any of the powers conferred under this resolution and to resolve and settle all questions and difficulties that may arise in connection with issue, allotment and redemption of NCRPS, utilization of the issue proceeds, without being required to seek any further consent or approval of the members and that all or any of the powers conferred on the Company and the Board pursuant to this resolution may be exercised by the authorized persons, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and all actions taken by the Board to exercise its powers, in connection with any matter(s) referred to or contemplated in this resolution be and are hereby approved, ratified and confirmed in all respects.”

**By Order of the Board of Directors  
For MANJUSHREE TECHNOPACK LIMITED**

**SD/-  
Himanshu Navinchandra Parmar  
Company Secretary & Compliance Officer  
Membership No. F10118**

**Place: Bangalore**

**Date: 13<sup>th</sup> January 2026**

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**NOTES:**

1. Statement pertaining to the resolutions setting out the material facts, as required under Section 102 of the Act, Secretarial Standard on General Meetings (“SS-2”) is annexed to this Notice.
2. In terms of the MCA Circulars, this Notice along with the instructions regarding e-voting is being sent only by email to all those Members, whose email addresses are registered with the Company or the RTA or with the depository(ies)/depository participants and whose names appear in the register of Members/list of beneficial owners as on the Cut-off date i.e., Friday, 9<sup>th</sup> January 2026. The Notice is available on the website of the Company at ([www.manjushreeindia.com](http://www.manjushreeindia.com)), website of E-voting service provider i.e., KFin Technologies Limited (“KFin” or “Kfintech”) at <https://evoting.kfintech.com>. All the Members of the Company, as on the Cut-off date, shall be entitled to vote in accordance with the process specified in this Notice. Any person who is not a Member on the Cut-off date shall treat this Notice for information purpose only. In this Notice, the term Member(s) or shareholder(s) are used interchangeably.

As per the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

3. The Company hereby requests all its Members to register their email address, if not yet registered, by following the instructions mentioned under Note no. 7 to enable the Company to provide all communications through email.
4. In accordance with the MCA Circulars, the relevant documents referred to in this Postal Ballot Notice will be made accessible for inspection through electronic mode. The documents will remain available from the date of dispatch of this Notice up to the last day of voting on the website of the Company at [www.manjushreeindia.com](http://www.manjushreeindia.com).
5. The Board of Directors at its meeting held 13<sup>th</sup> January 2026 appointed Mr. Pramod S.M. (FCS Membership No. 7834 and Certificate of Practice No.13784), Partner, BMP & Co. LLP, Practicing Company Secretary and Mr. Biswajit Ghosh, (FCS Membership No. 8750 and Certificate of Practice No. 8239), Partner, BMP & Co. LLP, Practicing Company Secretaries as the ‘Scrutiniser’ to scrutinise the Postal Ballot process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.
6. The e-voting shall commence on Friday, 16<sup>th</sup> January 2026 at 9.00 a.m. (IST) and end on Saturday, 14<sup>th</sup> February 2026 at 5.00 p.m. (IST). The e-voting module shall be disabled by KFin for voting thereafter and voting shall not be allowed beyond the said date and time. During this period, the Members of the Company holding shares as on the Cut-off date, i.e., Friday, 9<sup>th</sup> January 2026, may cast their vote by electronic means in the manner given in Note no. 9. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.

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7. Members are requested to submit the requisite forms duly filled and signed along with self-attested copy of the PAN card and such other documents as prescribed in the Form, to register or update:
- PAN, KYC details and nomination.
  - E-mail addresses to receive all communications through electronic means.

The said forms are available on the website of the Company at ([www.manjushreeindia.com](http://www.manjushreeindia.com)), and on the website of KFin at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.

Members have an option to submit the said forms in-person at any of the branches of KFin, details of which are available at <https://www.kfintech.com/contact-us/> or submit e-signed form online along with requisite documents by accessing the link <https://kprism.kfintech.com/> and registering with PAN if visiting for the first time.

Physical forms should be sent through post at the following address:

KFin Technologies Ltd.  
Unit: MANJUSHREE TECHNOPACK LIMITED,  
Selenium Tower B, Plot 31-32, Gachibowli,  
Financial District, Nanakramguda,  
Hyderabad 500032, Toll Free – 1-800-309-4001.

Members holding shares in dematerialized mode, who have not registered/updated their aforesaid details are requested to register/update the same with the respective depository participants (“DPs”).

8. The Scrutinizer shall, after conclusion of the voting period, submit his report, within prescribed timelines, to the Chairman or any person so authorized by him, who shall countersign the same and declare the results thereof. Results of the voting will be declared by placing the same along with the Scrutinizer’s report on the Company’s website at [www.manjushreeindia.com](http://www.manjushreeindia.com) and on the website of KFin at <https://evoting.kfintech.com/> and the outcome will be made available at the registered & corporate office of the Company. Subject to receipt of requisite number of votes, the resolution(s) mentioned in the Notice shall be deemed to be passed on Saturday, 14th February 2026 i.e., last day of the e-voting period.
9. The details of the process and manner for remote e-voting are explained below:

#### **I. Login method for remote e-voting for individual shareholders holding securities in demat mode:**

Pursuant to SEBI Master circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/registered Depository Participants (“DPs”) in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting Service Provider (“ESP”)

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thereby facilitating not only seamless authentication but also ease and convenience of participating in e-voting process.

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

Type of Shareholder	Login Method
Individual shareholders holding securities in demat mode with NSDL	<p><b>A. User already registered for NSDL IDeAS facility:</b></p> <ol style="list-style-type: none"> <li>1. Open web browser and type the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the <b>“Beneficial Owner”</b> icon under <b>“Login”</b> which is available under <b>“IDeAS”</b> section.</li> <li>2. A new screen will open. Enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on <b>“Access to e-voting”</b> under e-voting services and you will be able to see e-voting page.</li> <li>3. Click on options available against Company name or e-voting service provider - <b>KFintech</b> and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.</li> </ol> <p><b>B. User not registered for IDeAS e-Services:</b></p> <p>Option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> Select <b>“Register Online for IDeAS”</b> Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a> and proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.</p> <p><b>C. By visiting the e-Voting website of NSDL:</b></p> <ol style="list-style-type: none"> <li>1. Visit the e-voting website of NSDL. Open web browser and type the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the <b>“Login”</b> icon, available under the <b>“Shareholder/ Member”</b> section.</li> <li>2. A new screen will open. Enter your User ID (i.e., your 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page.</li> <li>3. Click on options available against Company name or e-voting service provider - <b>KFintech</b> and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.</li> </ol>

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	<p><b>D.NSDL Speede</b></p> <p>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store          Google Play       </p> <div style="display: flex; justify-content: space-around;">   </div>
Individual shareholders holding securities in demat mode with CDSL	<p><b>A. Existing user who have opted for Easi/Easiest:</b></p> <ol style="list-style-type: none"> <li>1. Open web browser and type: <a href="https://www.cdslindia.com/">https://www.cdslindia.com/</a> and click on login icon and select New System Myeasi</li> <li>2. Shareholders can login through their existing user ID and password. Option will be made available to reach e-voting page without any further authentication.</li> <li>3. After successful login on Easi/Easiest, the user will also be able to see the e-voting Menu. The menu will have links of ESPs. Click on <b>KFintech</b> to cast your vote.</li> </ol> <p><b>B. User not opted for Easi/Easiest:</b></p> <p>Option to register for Easi/Easiest is available at <a href="https://www.cdslindia.com/">https://www.cdslindia.com/</a>, proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.</p> <p><b>C. By visiting the e-Voting website of CDSL:</b></p> <ol style="list-style-type: none"> <li>1. The user can directly access e-voting page by providing Demat Account Number and PAN from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> The system will authenticate the user by sending OTP on registered Mobile and e-mail ID as recorded in the demat Account.</li> <li>2. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of e-Voting Service Provider, i.e., <b>KFintech</b>.</li> </ol>

## Manjushree Technopack Limited

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Individual Shareholders (holding securities in demat mode) logging through their depository participants	1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/ CDSL for e-voting facility. Once logged-in, you will be able to see e-voting option. 2. Once you click on e-voting option, you will be redirected to NSDL/ CDSL website after successful authentication, wherein you can see e-voting feature. 3. Click on option available against Company name or e-voting service provider- <b>KFintech</b> and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.
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**Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID or Forget Password option available at respective websites.**

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

Members facing any technical issue - NSDL	Members facing any technical issue - CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: (022) - 4886 7000 and (022) - 2499 7000	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact on 1800 22 55 33

## **II. Login method for remote e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:**

- Initial password will be provided in the body of the e-mail.
- Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- Enter the login credentials i.e., User ID and Password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
- After entering the correct details, click on LOGIN.
- You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- You need to login again with the new credentials.
- Upon successful login, the system will prompt you to select the EVENT i.e., Manjushree Technopack Limited.

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viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date 9 January 2026 will appear.

If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click “FOR”/”AGAINST” as the case may be or partially in “FOR” and partially in “AGAINST”, but the total number in “FOR” and/or “AGAINST” taken together should not exceed your total shareholding as on the Cut-off date. You may also choose the option “ABSTAIN”, in which case, the shares held will not be counted under either head.

- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- x. Cast your votes by selecting an appropriate option and click on “SUBMIT”. A confirmation box will be displayed. Click “OK” to confirm, else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- xi. Corporate/institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at [pramod@bmpandco.com](mailto:pramod@bmpandco.com) and may also upload the same in the e-voting module in their login.
- xii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the “download” section of <https://evoting.kfintech.com> or call KFin on toll free No. 1800 309 4001.

In case of a Member who hold shares and who had not registered their email ID, as on the cut-off date i.e. Friday, 9th January 2026 will, may participate in the e-voting by registering their email ID by following instructions mentioned at Note no. 9. Post registration, such Member may request for User ID and password for e-voting by sending an email to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) / [evoting@kfintech.com](mailto:evoting@kfintech.com) through his/her registered email ID to obtain the same.

10. Members may also reach out to Mohd. Mohsin Uddin - Senior Manager, Kfin at [mohsin.mohd@kfintech.com](mailto:mohsin.mohd@kfintech.com) / [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or Himanshu Parmar, Company Secretary & Compliance Officer at [investorrelations@manjushreeindia.com](mailto:investorrelations@manjushreeindia.com).

<p><b>Place: Bangalore</b> <b>Date: 13<sup>th</sup> January, 2026</b></p>	<p><b>By order of the Board of Directors</b> <b>For Manjushree Technopack Limited</b></p> <p><b>Sd/-</b> <b>Himanshu Parmar</b> <b>Company Secretary &amp; Compliance Officer</b> <b>Membership No. F10118</b></p>
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**Registered Office:** Plot No.486, Sector 8, IMT Manesar, IMT Manesar, Gurgaon, Manesar, Haryana, India, 122052, Website: [www.manjushreeindia.com](http://www.manjushreeindia.com)

**Registrar and Share Transfer Agent**

KFin Technologies Limited, UNIT: MANJUSHREE TECHNOPACK LIMITED, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500032, Toll Free – 1-800-309-4001.

**EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102(1) AND 110 OF THE COMPANIES ACT, 2013**

**ITEM NO. 1: TO APPROVE RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION**

The existing Authorised Share Capital of the Company is Rs. 25,10,00,000 (Rupees Twenty-Five Crore and Ten Lakhs Only) divided into 12,55,00,000 equity shares of Rs. 2 each (Rupees Two) each.

Since the Company is proposing to raise funds by way of issue of Non-Convertible Redeemable Preference Shares on a private placement basis, the Board of Directors of the Company, at its meeting held on Tuesday, 13<sup>th</sup> January 2026, approved the following (subject to approval of Members of the Company):

Reclassification of Authorised Share Capital from Rs. 25,10,00,000/- (Rupees Twenty-Five Crore and Ten Lakh Only) divided into 12,55,00,000 equity shares of face value of Rs. 2/- (Rupees Two) each to Rs. 25,10,00,000/- (Rupees Twenty-Five Crore and Ten Lakh Only) divided into 12,15,00,000 (Twelve Crore Fifteen Lakh) Equity shares of face value of Rs. 2/- (Rupees Two) each and 40,00,000 (Forty Lakh) 0.001% Non-Convertible Redeemable Preference Shares of face value of Rs. 2/- (Rupees Two) each.

The aforesaid reclassification of the Authorised Share Capital will also require consequential amendment to Clause V of the Memorandum of Association of the Company.

In terms of the provisions of Sections 13, 61 and other applicable provisions of the Companies Act, 2013 read with the applicable rules made thereunder, the alteration of Clause V in Memorandum of Association to reclassify its Authorised Share Capital requires consent of Members of the Company by way of passing of an Ordinary Resolution.

None of the Directors/ Key Managerial Personnels of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item No. 1 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the Members.

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## **ITEM NO. 2: TO APPROVE THE CHANGE OF THE NAME OF THE COMPANY AND TO ALTER THE MEMORANDUM OF ASSOCIATION (“MOA”) OF THE COMPANY CONSEQUENT TO THE NAME CHANGE**

Your Directors proposed to change the name of the Company at their Board Meeting held on Tuesday, 13th January 2026, subject to approval of the Members of the Company, and subsequently filed for the name reservation form with Central Registration Centre (CRC), MCA, vide SRN AC0025497. The proposed name, i.e., “ALTERNICQ LIMITED” has been approved by the CRC. The proposed change in name is being undertaken to reflect the Company’s evolving business structure and future direction, including its alignment with its strategic objectives.

Consequent to the proposed name change, it is necessary to amend the Name Clause (Clause I) of the Memorandum of Association (MOA) of the Company to reflect the new name. The draft copy of the MOA of the Company will be available for inspection by the Members of the Company at the registered office of the Company on all working days of the Company, between 9:00 A.M. to 5:30 P.M.

Pursuant to Section 13 and other applicable provisions of the Companies Act, 2013 read with applicable rules made thereunder, any alteration of the Memorandum of Association, including a change in the name of the company, requires approval of the members by way of a Special Resolution and subsequent approval of the relevant authorities.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution as set out in Item No. 2 for the approval of the members as a Special Resolution.

## **ITEM NO. 3: TO APPROVE THE ALTERATION OF THE ARTICLES (“AOA”) OF ASSOCIATION OF THE COMPANY CONSEQUENT TO THE NAME CHANGE**

In view of the proposed change in the name of the Company as stated in Item No. 1 above, it is necessary to make consequential amendments to the Articles of Association (“AOA”) of the Company by substituting the existing name wherever it appears with the new name “ALTERNICQ LIMITED”.

Pursuant to Section 14 and other applicable provisions of the Companies Act, 2013 read with applicable rules made thereunder, any alteration to the Articles of Association of a company pursuant to a change in the name of the company requires the approval of the members by way of a Special Resolution.

Accordingly, the Board recommends that the members approve the alteration of the Articles of Association to reflect the new name of the Company. The draft copy of the Articles of Association of the Company will be available for inspection by the Members of the Company at the registered office of the Company on all working days of the Company, between 9:00 A.M. to 5:30 P.M.

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None of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution as set out in Item No. 3 for the approval of the members as a Special Resolution.

**ITEM NO. 4: TO ISSUE, OFFER AND ALLOT 0.001% CUMULATIVE, NON-PARTICIPATIVE, NON-CONVERTIBLE, REDEEMABLE PREFERENCE SHARES ON PRIVATE PLACEMENT BASIS**

Members are informed that the Company is proposing to raise funds. In this regard, the Board of Directors of the Company, at its meeting held on Tuesday, 13th January 2026, subject to approval of the Members of the Company, approved the issue of upto 40,00,000 (Forty Lakh); 0.001% Cumulative, Non-participative, Non-convertible, Redeemable Preference Shares ("NCRPS") of face value of Rs. 2/- (Rupees Two) each at a premium of Rs. 623/- (Rupees Six Hundred Twenty Three Only) per NCRPS, for cash, for an aggregate amount not exceeding Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crore only) in one or more tranches, to Pravesha Industries Private Limited, on a private placement basis.

As required under Rule 9(3) of the Companies (Share Capital and Debentures) Rules, 2014, the material facts relating to the issue of NCRPS are as follows:

A	The size of the issue and number of preference shares to be issued and nominal value of each share	Upto 40,00,000 (Forty Lakh) at 0.001% NCRPS of face value of ₹2/- (Rupees Two only) each at a premium of Rs. Rs. 623/- (Rupees Six Hundred Twenty Three Only) per NCRPS, for cash, for an aggregate amount not exceeding Rs. 250,00,00,000 (Rupees Two Hundred and Fifty Crores)
B	The nature of such shares i.e. cumulative or non-cumulative, participating or non-participating, convertible or non-convertible:	The NCRPS will be cumulative, non-participating, non-convertible, redeemable preference shares.
C	The objectives of the issue	The proceeds of the issue will be utilized for repayment/prepayment of the whole or a part of the existing external borrowings of the Company, working capital requirement and/or for other general corporate purposes.
D	The manner of issue of shares	The NCRPS are proposed to be issued on private placement basis, for cash.
E	The price at which such shares are proposed to be issued	Each NCRPS has a face value of Rs. 2/- (Rupees Two) proposed to be issued for cash at a price of Rs. 625/- (Rupees Six Hundred and Twenty-Five) per NCRPS (including a premium of Rs. Rs. 623/- (Rupees Six Hundred Twenty Three Only) per NCRPS).

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F	The basis on which the price has been arrived at	As mentioned the registered valuer report issued by Ms. Swetha S V dated 12 <sup>th</sup> January, 2026
G	The terms of issue, including terms and rate of dividend on each share, etc.	(i) Each NCRPS shall have a face value of Rs 2/- (Rupees Two). (ii) Each NCRPS will be issued at a price Rs. 625/- (Rupees Six Hundred and Twenty-Five) per NCRPS (including a premium of Rs. Rs. 623/- (Rupees Six Hundred Twenty-Three Only) per NCRPS. (iii) The NCRPS are proposed to be issued for a period not exceeding 3 years from the date of allotment ("Term") and shall be redeemed at Rs. 801.40/- (Rupees Eight Hundred One and Forty Paise Only) (iv) The NCRPS will be fully paid-up at the time of allotment. (v) NCRPS will carry a dividend of 0.001% per annum (calculated on face value) on cumulative basis. (vi) NCRPS will be issued in dematerialized form. The other terms of the NCRPS are set out in the offer letter.
H	The terms of redemption, including the tenure of redemption, redemption of shares at premium and if the Preference Shares are convertible, the terms of conversion	The NCRPS are non-convertible and are mandatorily redeemable at the end of the Term at Rs. 801.40/- (Rupees Eight Hundred One and Forty Paise Only). The NCRPS may be redeemed before the expiry of the Term at premium at the option of the Company.
I	The manner and modes of redemption	The redemption of NCRPS shall be made in accordance with the provisions of the Companies Act, 2013 ("Act") and Article of Association of the Company.
J	The current shareholding pattern of the Company	The shareholding pattern of the Company as on September 30, 2025 is available for verification at the registered office of the Company.
K	The expected dilution in equity share capital upon conversion of Preference Shares	NCRPS being non-convertible securities, there will be no dilution in equity share capital of the Company on its issuance, allotment or redemption.

Further, as required under Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, additional disclosure for issue of NCRPS on private placement basis are as follows:

A	Particulars of the offer including date of passing of Board resolution	The Board of Directors of the Company, at its meeting held on Tuesday, 13th January 2026 approved the issue of upto 4000000 (Forty Lakh) 0.001% NCRPS of face value of
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		Rs.2/- (Rupees Two Only) each, for cash at a price of price Rs. 625/- (Rupees Six Hundred and Twenty-Five) per NCRPS (including a premium of Rs. Rs. 623/- (Rupees Six Hundred Twenty-Three Only)per NCRPS, for an aggregate amount not exceeding Rs 250,00,00,000 (Rupees Two Hundred Fifty-Crore Only) in one or more tranches, to PIPL, on a private placement basis.
B	Kinds of securities offered and the price at which security is being offered	The Company proposes to issue cumulative, non-convertible, non-participating redeemable preference shares having a face value of Rs. 2/- (Rupees Two) each for cash at a price of price Rs. 625/- (Rupees Six Hundred and Twenty-Five) per NCRPS (including a premium of Rs. Rs. 623/- (Rupees Six Hundred Twenty-Three Only) per NCRPS.
C	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	As mentioned in the registered valuer report issued by Ms. Swetha S V, Registered Valuer, dated 12 <sup>th</sup> January, 2026
D	Name and address of valuer who performed valuation	Ms. Swetha S V, Registered Valuer; "Gokula" 1 <sup>st</sup> Floor, Union Bank Building, Near Tiger Circle, Opp. Green Park Suites, Manipal, Udipi-576104
E	Amount which the Company intends to raise by way of such securities	The Company intends to raise up to Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crore only) by way of issue of NCRPS to PIPL.
F	Material terms for raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities.	<p>The Company proposes to issue, in one or more tranches, cumulative, non-convertible, non-participating redeemable preference shares having a face value of Rs. 2/- (Rupees Two) with a premium of Rs.623/- each (Rupees Six Hundred and Twenty-Three Only) per NCRPS, for cash to PIPL, on a private placement basis.</p> <p>The allotment of NCRPS shall be completed not later than 60 (Sixty) days from the date of receipt of the subscription money.</p> <p>The NCRPS shall be unsecured and shall not carry any charge on the assets of the Company. The NCRPS are proposed to be issued for a period not exceeding 3 years from the date of allotment ("Term") and shall be redeemed at Rs.801.40/- (Rupees Eight Hundred One and Forty Paise Only).</p> <p>The NCRPS may be redeemed before the expiry of the Term at the option of the Company.</p>

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	<p>The redemption of NCRPS shall be made in accordance with the provisions of the Act and Article of Association of the Company. The proceeds of the issue will be utilized for repayment/prepayment of the whole or a part of the existing external borrowings of the Company, working capital requirement and/or for other general corporate purposes.</p> <p>The promoters or directors will not be offered any NCRPS and therefore, no contribution shall be made by them either as part of offer or separately in furtherance of the object.</p>
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None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said business.

In terms of Sections 42, 55 and other applicable provisions of the Act, read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, an offer of preference shares on private placement basis requires approval of members of the company by way of a Special Resolution.

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

**By Order of the Board of Directors  
For MANJUSHREE TECHNOPACK LIMITED**

**SD/-**

**Himanshu Navinchandra Parmar  
Company Secretary  
Membership No. F10118**

**Place: Bangalore**

**Date: 13<sup>th</sup> January 2026**

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